



MODERN MINING TECHNOLOGY CORP.

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

FOR THE THREE AND NINE MONTHS ENDED 30 SEPTEMBER 2025 AND 2024

**THE ACCOMPANYING UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY
HAVE BEEN PREPARED BY AND ARE THE RESPONSIBILITY OF THE COMPANY'S MANAGEMENT.**

TABLE OF CONTENTS

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION	1
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS	2
CONSOLIDATED STATEMENTS OF CHANGES IN DEFICIT	3
CONSOLIDATED STATEMENTS OF CASH FLOWS	4



CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	As at 30 September 2025	As at 31 December 2024
ASSETS			
Current Assets			
Cash and cash equivalents		\$ 305,804	\$ 101,829
Restricted cash		20,000	20,000
Sales tax receivable		62,256	30,701
Prepaid expenses		69,464	26,587
Security deposit		27,303	27,303
		\$ 484,827	\$ 206,420
Non-Current Assets			
Property and equipment, net	(0)	8,084	24,081
Leasehold improvements, net	(8)	23	23,454
Right-of-use assets, net	(0)	113,676	76,877
		\$ 606,610	\$ 330,832
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	(9)(16)	\$ 3,949,865	\$ 3,108,040
Short-term loans	(10)	1,796,923	1,025,732
Equipment loan	(11)	61,000	61,000
Lease liability	(0)	113,676	76,517
Convertible debenture	(0)	-	3,311,562
Interest payable on convertible debenture	(0)	-	455,922
Contract liability	(14)	200,000	-
Warrant liability	(15)	35,806,604	-
		41,928,068	8,038,773
Non-Current Liabilities			
Convertible debenture	(0)	3,421,374	92,300
Interest payable on convertible debenture	(0)	618,645	2,346
		\$ 45,968,087	\$ 8,133,419
DEFICIT			
Share capital	(16)	2,822,311	2,822,311
Contributed surplus – warrants		127,300	127,300
Accumulated other comprehensive income (“AOCI”)		445,289	717,339
Accumulated deficit		(48,756,377)	(11,469,537)
		(45,361,477)	(7,802,587)
		\$ 606,610	\$ 330,832
Total Liabilities and Deficit			
Nature of operations and going concern	(1)	Commitments	(20)
Capital management	(0)	Subsequent events	(21)

The Interim Consolidated Financial Statements were approved by the Board of Directors and were signed on its behalf by:

“Signed”
Sean Bromley, Director

“Signed”
Michael Hepworth, Director



MODERN MINING TECHNOLOGY CORP.

(Unaudited)

Amounts expressed in United States dollars
except share and per share amounts

CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

	Note	9 Months Ended 30 September 2025	9 Months Ended 30 September 2024	3 Months Ended 30 September 2025	3 Months Ended 30 September 2024
General and Administrative					
Consulting fees		\$ 409,884	\$ 390,748	\$ 148,541	\$ 139,168
Management and director fees	(0)	343,990	337,866	118,651	108,414
Employee costs		209,151	209,585	69,318	68,802
Professional fees		201,944	206,958	100,508	77,222
Depreciation expense	(0)(8)(0)	124,865	124,345	41,923	41,660
Insurance		61,247	44,916	16,602	7,016
General and administration		36,448	51,615	11,683	16,606
Research and development		5,705	25,625	1,771	75
Travel and entertainment		92	1,772	-	370
Realized and unrealized (gain) loss from foreign exchange		(196,226)	183,463	119,543	(40,201)
		(1,197,100)	(1,576,893)	(628,540)	(419,132)
Other Income/ (Expenses)					
Interest and accretion expense	(10)(0)(0)	(272,111)	(219,835)	(98,751)	(70,661)
Other income (expenses)		(11,025)	28,414	(11,571)	16,926
Unrealized gain (loss) on warrant liability	(15)	(35,806,604)	330,791	(35,806,604)	(451)
Net Loss for the Period		(37,286,840)	(1,437,523)	(36,545,466)	(473,318)
Other Comprehensive Loss					
Foreign operations – foreign exchange		(272,050)	201,925	182,848	(101,361)
Comprehensive Loss for the Period		\$ (37,558,890)	\$ (1,235,598)	\$ (36,362,618)	\$ (574,679)
Basic and Diluted Loss per Share		\$ (7.38)	\$ (0.29)	\$ (7.15)	\$ (0.11)
Weighted Average Shares Outstanding		5,053,241	5,035,142	5,082,200	5,035,142



MODERN MINING TECHNOLOGY CORP.

*Amounts expressed in United States dollars
except share and per share amounts*

CONSOLIDATED STATEMENTS OF CHANGES IN DEFICIT

	Common Stock*	Share Capital	Contributed Surplus	AOCI	Accumulated Deficit	Total Deficit
BALANCE AS AT 1 JANUARY 2024	5,035,142	\$ 2,822,311	\$ 127,300	\$ 11,742	\$ (9,164,316)	\$ (6,202,963)
Foreign currency translation adjustment	-	-	-	705,597	-	705,597
Net loss for the period	-	-	-	-	(2,305,221)	(2,305,221)
BALANCE AS AT 31 DECEMBER 2024	5,035,142	\$ 2,822,311	\$ 127,300	\$ 717,339	\$ (11,469,537)	\$ (7,802,587)
BALANCE AS AT 1 JANUARY 2025	5,035,142	\$ 2,822,311	\$ 127,300	\$ 717,339	\$ (11,469,537)	\$ (7,802,587)
Share issuances	47,058	-	-	-	-	-
Foreign currency translation adjustment	-	-	-	(272,050)	-	(272,050)
Net loss for the period	-	-	-	-	(37,286,840)	(37,286,840)
BALANCE AS AT 30 SEPTEMBER 2025	5,082,200	2,822,311	127,300	445,289	(48,756,377)	(45,361,477)

* On 3 September 2025, the Company effected a 2.3529-for-1 forward share split of its issued and outstanding common shares. Accordingly, each outstanding share was subdivided into 2.3529 common shares. All figures and comparative figures reflected these changes retroactively.



MODERN MINING TECHNOLOGY CORP.

FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2025 AND 2024

*Amounts expressed in United States dollars
except share and per share amounts*

CONSOLIDATED STATEMENTS OF CASH FLOWS

	9 Months Ended 30 September 2025	9 Months Ended 30 September 2024
OPERATIVE ACTIVITIES		
Net Loss for the period	\$ (37,286,840)	\$ (1,437,523)
Items not Affecting Cash		
Depreciation of right-of-use asset	(0) 76,877	76,878
Depreciation expense	(0)(8) 47,988	47,257
Interest and accretion expense on convertible debentures	(13) 177,889	170,825
Interest on lease liability	(0) 13,483	13,221
Interest on short-term loan	(10) 80,739	34,642
Unrealized loss (gain) on warrant liability	(15) 35,806,604	(329,535)
Unrealized foreign exchange (gains) losses	(196,226)	183,463
	(1,279,486)	(1,240,772)
Net Change in Working Capital		
Sales tax receivable	(31,555)	(11,204)
Prepaid expenses	(42,877)	(19,145)
Accounts payable and accrued liabilities	873,103	835,271
Cash Used in Operating Activities	(480,358)	(435,850)
INVESTING ACTIVITIES		
Purchase of property and equipment	(8,560)	-
FINANCING ACTIVITIES		
Short-term loans received	(10) 649,822	515,597
Proceeds from OR Royalties Inc.	(14) 200,000	-
Convertible debt received	(13) -	92,300
Lease payments	(12) (90,000)	(90,000)
Cash Provided by Financing Activities	759,822	517,897
Net effect of translation on foreign currency	(66,929)	(444)
Net Increase in cash and cash equivalents	203,975	81,603
Cash and cash equivalents – Beginning of Period	101,829	25,907
Cash and cash equivalents – End of Period	\$ 305,804	\$ 107,510
Supplemental cash flow information:		
	9 Months Ended 30 September 2025	9 Months Ended 30 September 2024
Cash interest paid	\$ -	\$ -
Income taxes paid	\$ -	\$ -



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

1) Nature of operations and going concern

Modern Mining Technology Corp. (the “Company” or “MMTC”) was incorporated under British Columbia Business Corporations Act on 26 January 2021. The Company’s registered office is held at 1500 – 1055 West Georgia Street, Royal Centre, PO Box 11, Vancouver, BC V6E 4N7, Canada.

These unaudited interim condensed consolidated financial statements (the “Financial Statements”) have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. There are several adverse conditions such as the Company has not generated revenue to date and has a net working capital deficiency that cast significant doubt upon the soundness of this assumption. These Financial Statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations.

Management believes that the Company’s ability to continue as a going concern is dependent on its ability to raise additional capital. There cannot be any assurance that the Company will ever generate revenue or even if it does generate revenue that it will achieve profitable operations. Furthermore, no assurance can be given that any future financing will be available or, if available, that it will be on terms that are satisfactory to the Company. Even if the Company is able to obtain additional financing, it may contain undue restrictions on the Company’s operations, in the case of debt financing, or cause substantial dilution for the existing shareholders, in case of equity financing. These factors represent material uncertainties that cast substantial doubt about its ability to continue as a going concern.

These Financial Statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and thus be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these Financial Statements. Any such adjustments could be material.

	30 September 2025	31 December 2024
Working capital deficit (current assets minus current liabilities)	\$ (41,443,241)	\$ (7,832,353)
Accumulated deficit	\$ (48,756,377)	\$ (11,469,537)

2) Basis of presentation – Statement of Compliance

These Financial Statements, including comparatives, have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (“IASB”) and interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”), specifically International Accounting Standard (“IAS”) 34, Interim Financial Reporting (“IAS 34”). The term “IFRS” is used throughout these Financial Statements to refer collectively to all standards issued by the IASB, including those originally issued as International Accounting Standards (“IAS”) and those issued as International Financial Reporting Standards. The Financial Statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

3) Material accounting policy information

The accounting policies and methods of computation followed in preparing these Financial Statements are the same as those followed in preparing the most recent audited annual consolidated financial statements. For a complete summary of significant accounting policies, please refer to the Company's audited annual consolidated financial statements for the year ended 31 December 2024.

The Financial Statements do not include all the information and disclosures required in the annual consolidated financial statements. Accordingly, these Financial Statements should be read together with the annual consolidated financial statements as at and for the year ended 31 December 2024.

4) Significant accounting judgments and key sources of estimation uncertainty

The preparation of the Company's Financial Statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the Financial Statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Management must make significant judgments or assessments as to how financial assets and liabilities are categorized. The following are the critical judgments and areas involving estimates that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amount recognized in the Financial Statements.

a) Significant accounting estimates:

Significant assumptions about the future that management has made and about other sources of estimation uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to the following:

Fair value measurement of warrants and stock options

Certain of the Company's warrants are remeasured at fair value at the end of every reporting period given they are settled on a cashless basis, which is an area of significant judgement given the Company is not publicly traded. Key assumptions include the share price, probability of an initial public offering and timing of an initial public offering.

b) Significant accounting judgments:

Significant judgments about the future that management has made and about other sources of judgment uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to:

- Functional currency: The determination of the functional currency of the Company as the Canadian dollar and its subsidiary as the US\$.
- Going concern: The Company's ability to execute its strategy by funding future working capital requirements requires judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, such as expectations of future events that are believed to be reasonable under the circumstances.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

5) New standards, amendments and interpretations not yet adopted

The following amendments to standards and interpretations became effective for the annual periods beginning on or after 1 January 2024. The application of these amendments and interpretations had no significant impact on the Company's consolidated financial position or results of operations. The IASB and the IFRIC have issued the following new and revised standards and interpretations that are not yet effective for the relevant reporting periods and the Company has not early adopted these standards, amendments and interpretations. However, the Company is currently assessing what impact the application of these standards or amendments will have on the consolidated financial statements of the Company. The Company intends to adopt these standards, if applicable, when the standards become effective:

- Effective 1 January 2027, the Company will adopt IFRS 18, Presentation and Disclosure in Financial Statements. The new standards replace IAS 1, Presentation of Financial Statements, and for all entities will -
 - Introduce a new defined structure for the statement of profit and loss and require the classification of income and expenses in that statement into one of five categories: operating; investing; financing; income taxes; and discontinued operations. IFRS 18 introduces definitions of these categories for purposes of the statement of profit and loss. Specific categorization requirements will apply to entities whose 'main business activity' is to provide financing to customers or to invest in specified assets. Entities will also be required to present new subtotals for 'operating profit or loss' and 'profit or loss before financing and income taxes';
 - Require disclosure of 'management-defined performance measures' (MPMs) in a single note to the financial statements. MPMs are subtotals of income and expenses that an entity uses in public communications outside of its financial statements, to communicate management's view of an aspect of the financial performance of the entity as a whole to users. Entities must disclose a reconciliation between the measure and the most directly comparable total or subtotal specifically required to be disclosed by IFRS Accounting Standards or subtotal listed in IFRS 18;
 - Enhance guidance about how to group information within the financial statements; and
 - For the statement of cash flows, require that 'operating profit or loss' be used as the starting point for determining cash flows from operating activities under the indirect method, and remove the optionality around classification of cash flows from interests and dividends.

IFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027, including for interim financial statements. Earlier application is permitted. The new standards is to be applied retrospectively, and, in the year of adoption, a reconciliation is required between how the statement of profit or loss was presented in the comparative period under IAS 1 and how it is presented in the current year under IFRS 18.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

6) Financial instruments and risk management

In common with all other businesses, the Company is exposed to risk that arise from its use of financial instruments. This note describes the Company’s objectives, policies and processes for managing those risks and the method used to measure them. Further quantitative information in respect to these risks is presented throughout the Financial Statements.

Risk management is carried out by the Company’s management team under policies approved by the Board of Directors. The Board of Directors also provided regular guidance for overall risk management.

a) Liquidity risk

Liquidity risk is the risk that the Company will not be able to settle or manage its obligations associated with financial liabilities. In the management of liquidity risk, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company’s projects and operations. The Company is dependent on external financing and will be required to raise additional capital in the future to fund its operations (Note 1).

As at 30 September 2025 and 31 December 2024, the Company had a cash and cash equivalents balance of \$305,804 (31 December 2024 - \$101,829) to settle current liabilities of \$41,928,068 (31 December 2024 - \$8,038,773). So far, the Company is not profitable and has had to rely on the issuance of equity securities for cash, primarily through private placements and from related and other parties. The Company’s access to financing is uncertain. There can be no assurance of continued access to significant equity or debt financing.

b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company’s certain operating expenses and acquisition costs are denominated in US\$ and incurred by MMTc Delaware, and a large portion of the expenses of the Company are in Canadian dollars. The Company’s corporate office is based in Canada, and the exposure to exchange rate fluctuations arises mainly on foreign currencies, which are the US\$.

The Company is exposed to foreign exchange risk. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations; however, management monitors foreign exchange exposure, and if rates continue to fall, management will look at entering into derivative contracts. Should the US dollar and Canadian dollar exchange rate have changed by 5% at the period end, the impact to profit or loss would be +/- \$74,059.

The Company's monetary assets and liabilities denominated in Canadian dollars are shown here in US\$:

Rounded ('000)	30 September 2025	31 December 2024
Cash and cash equivalents	\$ 53,000	\$ 48,000
Accounts payable and accrued liabilities	\$ 1,079,000	\$ 913,000



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

7) Property and equipment, net

PROPERTY AND EQUIPMENT	Manufacturing Equipment
COST	
Balance as at 1 January 2024	\$ 533,333
Additions	-
Balance as at 31 December 2024	\$ 533,333
Additions	8,560
Balance as at 30 September 2025	\$ 541,893
ACCUMULATED DEPRECIATION	
Balance as at 1 January 2024	\$ 477,145
Depreciation for the period	32,107
Balance as at 31 December 2024	509,252
Depreciation for the period	24,557
Balance as at 30 September 2025	\$ 533,809
CARRYING AMOUNTS	
Balance as at 31 December 2024	\$ 24,081
Balance as at 30 September 2025	\$ 8,084

8) Leasehold improvements, net

Leasehold Improvements	Leasehold Improvements
COST	
Balance as at 1 January 2024	\$ 90,627
Additions	-
Balance as at 31 December 2024	\$ 90,627
Additions	-
Balance as at 30 September 2025	90,627
ACCUMULATED DEPRECIATION	
Balance as at 1 January 2024	\$ 36,058
Depreciation for the period	31,115
Balance as at 31 December 2024	67,173
Depreciation for the period	23,431
Balance as at 30 September 2025	\$ 90,604
CARRYING AMOUNTS	
Balance as at 31 December 2024	\$ 23,454
Balance as at 30 September 2025	\$ 23



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

9) Accounts payable and accrued liabilities

Accounts payable and accrued liabilities consist of:

	30 September 2025	31 December 2024
ACCOUNTS PAYABLE AND ACCRUED LIABILITIES		
Accounts payable & accrued liabilities	\$ 3,948,909	\$ 3,104,117
Payroll liabilities	956	3,923
	\$ 3,949,865	\$ 3,108,040

10) Short term loans

SHORT-TERM LOANS	Principal	Interest	Total
Balance as at 1 January 2024	\$ 338,144	\$ 34,413	\$ 372,557
Additions	615,748	59,886	675,634
Foreign translation adjustment	-	(22,459)	(22,459)
Balance as at 31 December 2024	\$ 953,892	\$ 71,840	\$ 1,025,732
Additions	649,822	80,739	730,561
Foreign translation adjustment	21,023	19,607	40,630
Balance as at 30 September 2025	\$ 1,624,737	\$ 172,186	\$ 1,796,923

CAD denominated loans:

During the period ended 30 September 2025, the Company received a total of CAD \$587,250 (\$421,822) in new short-term loans (31 December 2024 – CAD \$886,000 (\$615,748)).

Interest accrued on the CAD denominated loans during the period amounted to \$65,008 (2024 - \$46,221) and has been included in the interest and accretion expense in the consolidated statements of loss and comprehensive loss.

USD denominated loans:

During the period ended 30 September 2025, the Company received a total of \$228,000 in new short-term loans and as at 30 September 2025 and 31 December 2024, the Company also had \$78,050 of short-term loans denominated in USD. Interest accrued on the USD denominated loans during the period amounted to \$15,731 (2024 - \$13,665) and has been included in the interest and accretion expense in the consolidated statements of loss and comprehensive loss.

These short-term loans are payable on demand and have an interest rate of 8% per annum compounded annually (except 1% per month, compounded monthly on \$78,050).

11) Equipment loan

As at 30 September 2025, the balance in equipment loan is \$61,000 (31 December 2024 - \$61,000). This is an unsecured loan with no terms for repayment.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

12) Right-of-use assets and lease liability

The Company has entered into a contractual arrangement that include right-of-use assets that relate to the lease of its operating facility. On 22 September 2022, the Company entered into a lease agreement for the lease of the Company’s North Carolina facility for E-Waste feedstock processing. The lease term is for three years, with a right to extend for three additional one year terms. Annual rent during the first three lease years is \$120,000, payable in monthly instalments of \$10,000. This is subject to adjustment upon extension of the lease term. A security deposit in the amount of \$30,000 was paid upon execution of the lease and will be returned without interest at the end of the term, or upon the earlier termination within the conditions of this lease. The incremental borrowing rate utilized to discount future lease payments was 12%.

The Company’s operating facility lease expired on 22 September 2025 and the Company used its first right and renewed the lease for an additional one year term. The extension of this lease was accounted for as follows:

	30 September 2025	31 December 2024
LEASE LIABILITY NET BOOK VALUE CONSISTS OF:		
Current	\$ 113,676	\$ 76,517
Non-current	-	-
Total	\$ 113,676	\$ 76,517

The lease liability consists of the following:

	Amount
Balance as at 1 January 2024	\$ 180,456
Interest expense	16,061
Lease payments	(120,000)
Balance as at 31 December 2024	\$ 76,517

	Amount
Balance as at 1 January 2025	\$ 76,517
Interest expense	13,483
Lease payments	(90,000)
Lease addition	113,676
Balance as at 30 September 2025	\$ 113,676

RIGHT-OF-USE ASSETS	Cost	Depreciation	Carrying Amount
Balance as at 1 January 2024	\$ 307,508	\$ (128,128)	\$ 179,380
Additions	-	(102,503)	(102,503)
Balance as at 31 December 2024	\$ 307,508	(230,631)	76,877
Additions	113,676	(76,877)	36,799
Balance as at 30 September 2025	\$ 421,184	\$ (307,508)	\$ 113,676



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

13) Convertible debenture and interest payable

In April 2022, MMTC arranged for an offering of unsecured convertible debentures (“Debentures”) in an aggregate principal amount of \$3,331,390. The Debentures bear interest at five percent (5%) per annum and are unsecured obligations of the Company. The Debentures were due thirty-six months following their issuance. The Debentures also provide that in the event the Company completes a U.S. Listing (i.e., the offering), the principal amount of the Debentures plus any accrued unpaid interest will automatically convert into Common Shares at a conversion price equal to the lessor of (A) a 40% discount to the price of the offering, and (B) \$5.00, and shall be subject to a six (6) month hold period from the completion of the offering. Should the Company complete a Canadian Listing (i.e., the offering), the principal amount of the Debentures plus any accrued unpaid interest will automatically convert into Units, comprised of one common share and one-half warrant at a conversion price equal to the lessor of a 20% discount to the price of the offering price. Each whole warrant shall be exercisable at a price equal to a 218% premium to the offering price for a period of 24 months from the date of the Canadian Listing.

The Company evaluated the terms and conditions of the contingent settlement provision and determined that the entire instrument would be treated as a financial liability at amortised cost as there is no unconditional right to avoid delivering cash or another financial asset. The transaction price was determined to be the fair value of the convertible debt. The Company incurred \$156,994 in finder’s fees and \$26,701 in legal fees which were deducted from the principal value of the convertible debt. Interest is accrued at the rate of 5% per annum (based on a year of 360 days comprised of twelve 30-day months), payable only on the maturity date of the Debentures. During the period ended 30 September 2025, the Company recorded \$156,877 (31 December 2024 - \$167,047) in interest which was recorded as interest expense in the consolidated statements of loss and comprehensive loss. The Debentures are being amortized over the life of the debenture using the effective interest rate of 7.04%. Accretion for the period ended 30 September 2025 was \$17,512 (31 December 2024 - \$64,547). The Company amended these Debentures, whereby the Company extended the maturity date from 7 April 2025 to 7 April 2027, with the interest rate increased from 5% per annum to 7% per annum. The Company assessed that the amendment to the Debentures constituted a loan modification, with no gain or loss recognized upon modification.

During the year ended 31 December 2024, MMTC arranged for an offering of unsecured convertible debentures (“2024 Debentures”) in an aggregate principal amount of \$92,300. The 2024 Debentures bears interest at five percent (5%) per annum and are unsecured obligations of the Company. The 2024 Debentures are due thirty-six months following their issuance (i.e. 28 July 2027). The 2024 Debentures also provide that in the event that the Company completes a go-public transaction in any recognized stock exchange, the principal amount and all accrued and unpaid interest will automatically convert into Common Shares at a conversion price equal to the lessor of (A) a 40% discount to the price of the offering and (B) \$5.00 and shall be subject to a six (6) month hold period from the completion of the offering. The Company incurred \$nil in finder’s fees. Interest is accrued at the rate of 5% per annum (based on a year of 360 days comprised of twelve 30-day months), payable only on the maturity date of the Debentures. During the period ended 30 September 2025, the Company recorded \$3,500 (31 December 2024 - \$2,346) in interest which was recorded as interest expense in the consolidated statements of loss and comprehensive loss. The Debentures are being amortized over the life of the debenture using the effective interest rate of 5%. Accretion for the period ended 30 September 2025 was \$nil (31 December 2024 - \$nil).

On 11 September 2025, the Company entered into a Pooling Agreement, where the Debenture Shares (upon IPO, the Debentures will automatically convert into common shares and will be subject to contractual resale restrictions for 180 days from the IPO, with staged releases of 50%, 25%, and the remaining 25% (in 5% tranches), subject to certain early release provisions based on trading price and volume thresholds.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

CONVERTIBLE DEBENTURE		Principal	Interest	Total
Balance as at 1 January 2024	\$	3,249,145	\$ 288,875	\$ 3,538,020
Additions		92,300	-	92,300
Accretion expense		62,417	-	62,417
Interest expense		-	169,393	169,393
Balance as at 31 December 2024	\$	3,403,862	\$ 458,268	\$ 3,862,130
Accretion expense		17,512	-	17,512
Interest expense		-	160,377	160,377
Balance as at 30 September 2025	\$	3,421,374	\$ 618,645	\$ 4,040,019

14) Contract liability

On 18 June 2025, the Company entered into an Investment Agreement with OR Royalties Inc. ("OR") to support development of the Company's initial electronic-waste recovery project in Greenville, North Carolina (the "Initial Project"). Under the agreement, OR purchased 47,058 common shares of the Company for gross proceeds of \$200,000 (the "Initial Investment"). In addition to the cash consideration, the Company is also required to undertake a third-party study on the technical feasibility of the Company's technology ("Study"), the scope, and the estimated budget and timeline of the Company's recycling facility project. In addition to the delivery of the report, the Company also agreed to grant potential future royalty rights to the investor. In the case where the Company decided to not pursue the future royalty arrangement but OR wishes to proceed, the Company is required to pay a break up fee in the amount of \$100,000. In the case where OR does not wish to proceed with the future royalty arrangement but the Company wishes to proceed, the investor is required to render the 47,058 common shares issued to the Company.

At inception, the subscription proceeds were recorded as a contract liability in accordance with *IAS 32 Financial Instruments: Presentation*, as the Company had a contractual obligation to either (i) deliver the Study or (ii) pay the break fee. The arrangement therefore does not meet the definition of an equity instrument until the performance conditions are resolved.

The liability was initially recognized at \$200,000, measured at amortized cost until contractual obligations are delivered.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

15) Warrant liability

On 7 August 2021, the Company issued 9,705,696 warrants to investors in a private placement for consideration of gross proceeds of C\$173,250 (\$137,365), each warrant allowing the holder to purchase one common share at a price of \$0.34 (CAD\$0.425) (the “Investor Rights Warrants” or “IRW”) for a period of three-years from the date the Company completed an initial public offering (“IPO”). On 26 May 2023, the Company modified the terms of the Investor Rights Warrants, allowing them to automatically convert into common shares upon the closing of an IPO on a cashless basis and based on the IPO share price.

On 6 July 2024, the Board of the Company approved further modification, in the event that the Company either (a) completes a financing or series of financings or enters into a royalty streaming agreement to raise aggregate gross proceeds of not less than US\$5,000,000 at any time between May 1, 2024 and IPO, or (b) completes an IPO where the market value of the Company is not less than US\$100,000,000, then in lieu of each common share the subscriber would have otherwise received, the subscriber shall receive a unit (a “Unit”) consisting of one common share and one additional warrant (an “Underlying Warrant”) to purchase one additional common share (an “Underlying Share”) at a price of \$0.085 per share which automatically converts on a cashless basis at the time of IPO.

As at 30 September 2025, the fair value of the warrant liability has been determined to be \$35,806,604 (31 December 2024 - \$nil). The Company recognized a total of \$35,806,604 fair value loss on the valuation of warrant liability for the period ended 30 September 2025 (30 September 2024 – gain of \$330,791) and the loss has been included in the consolidated statements of loss and comprehensive loss.

The warrants were classified as a Level 3 financial instrument. Their fair value was based on an estimated IPO share price of \$4.25, a 50% probability of an IPO, and an expected IPO timing of mid-2026. The IPO probability increased from a nominal level at 31 December 2024 due to significant progress in the IPO process by 30 September 2025. As of that date, the Company had engaged a lead selling agent and filed a preliminary offering circular with the Securities and Exchange Commission to issue common shares at \$4.25 per share. The warrant liability was discounted from the expected timing of the IPO to 30 September 2025 using a risk-free interest rate of 3.68%.

WARRANT LIABILITY	30 September 2025	31 December 2024
Balance – Beginning of period	\$ -	\$ 340,234
Unrealized loss (gain) on the warrant liability	35,806,604	(328,512)
Foreign currency translation	-	(11,722)
Balance – End of period	\$ 35,806,604	\$ -

16) Share capital

a. Authorized:

As at 30 September 2025, 11,764,500 common shares were authorized (31 December 2024 – 11,764,500).

No preferred shares were authorized as at 30 September 2025 and 31 December 2024.

b. Issued or allotted and fully paid:

The Company entered into an investment agreement pursuant to which the Company issued 47,058 common shares to the investor in exchange for \$200,000 in cash (Note 14).

No shares were issued during the years ended 31 December 2024.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

As at 30 September 2025 and 31 December 2024, the Company had 12,646,812 warrants that were issued and outstanding (inclusive of the warrant classified as derivative financial liabilities). These warrants remained anti-dilutive as at 30 September 2025 and 31 December 2024, and therefore, were not included in the calculation of diluted loss per share.

Warrants

Warrant transactions for the years ended 30 September, 2025 and 31 December 2024 are summarized as follows:

WARRANT ACTIVITY	30 September 2025	Weighted Average Exercise Price	31 December 2024	Weighted Average Exercise Price
Balance – Beginning of period	12,646,812	\$ 0.36	12,725,238	\$ 0.36
Expired	-	-	(78,426)	-
Balance – End of period	12,646,812	\$ 0.36	12,646,812	\$ 0.36

As at 30 September 2025 and 31 December 2024, weighted average exercise price of \$0.36 (31 December 2024- \$0.36).

The number of warrants outstanding as at 30 September 2025 and 31 December 2024 are as follows:

Issuance Date	Expiry Date	Exercise Price	30 September 2025	31 December 2024
7 August 2021	upon completion of IPO	CAD\$ 0.43	9,705,696	9,705,696
30 August 2021	3 years post IPO	\$ 0.09	2,941,116	2,941,116
			12,646,812	12,646,812

On 11 September 2025, the Company entered into a Pooling Agreement, where 9,705,696 warrants are subject to contractual resale restrictions for 180 days from the IPO, with staged releases of 50%, 25%, and the remaining 25% (in 5% tranches), subject to certain early release provisions based on trading price and volume thresholds. In determining the fair value of the warrants, the pooling agreements were not considered, as the associated restrictions relate to the holders rather than the underlying shares and, in accordance with IFRS 13 *Fair Value measurement*, such restrictions are excluded from the fair value measurement.

As at 30 September 2025 and 31 December 2024, 2,941,116 performance warrants (“Performance Warrants”) remained issued and outstanding. Out of the 2,941,116 Performance Warrants, 1,176,446 warrants are exercisable upon the Company achieving at least \$10,000,000 in gross sales; 1,764,670 warrants are exercisable upon the Company achieving at least \$20,000,000 in gross sales.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

17) Related party transactions and obligations

The Company compensates certain of its key management personnel to operate its business in the normal course. Key management includes the Company’s executive officers and members of its Board of Directors. Transactions and balances with key management personnel and related parties not disclosed elsewhere in the Financial Statements are as follows:

RELATED PARTY DISCLOSURE		Director & Officer Fees		Accounts Payable	
Principal Position	Period⁽ⁱ⁾				
Chairman	2025	\$	46,875	\$	228,120
	2024	\$	46,875	\$	134,370
Directors	2025	\$	123,750	\$	601,761
	2024	\$	123,750	\$	354,261
CEO & Director	2025	\$	135,000	\$	603,952
	2024	\$	135,000	\$	322,192
CFO	2025	\$	38,250	\$	58,013
	2024	\$	4,250	\$	4,250
Former CFO	2025	\$	-	\$	65,675
	2024	\$	24,739	\$	64,727
Consultant	2025	\$	99,000	\$	358,144
	2024	\$	98,717	\$	224,544
Total	2025	\$	442,875	\$	1,915,665
	2024	\$	433,331	\$	1,104,344

i) For the periods ended 30 September 2025 and 2024.

These transactions were in the normal course of operations, which is the amount of consideration established and agreed to by the related parties.

The Chairman holds 117,645 IRWs and 445,873 performance warrants; the CEO holds 676,458 IRWs and 441,168 performance warrants; and the other directors collectively hold 485,285 IRWs, 674,692 performance warrants, and \$10,000 of convertible debentures.

There is an investor and consultant who is considered as a related party to the Company due to his significant voting rights through his common share ownership, Investor Right Warrants ownership and the short-term loans outstanding. These facts resulted in the investor and consultant having significant influence over the Company. As at 30 September 2025, the Company had a total of \$828,745 of short-term loans (inclusive of interest payable) (31 December 2024 - \$452,213) balance owing to this investor and consultant. The terms of the short-term loans are payable on demand and bear interest at 8% per annum, compounded annually. As at 30 September 2025 and 31 December 2024, this investor and consultant owned a total of 3,260,237 of IRW of the Company (31 December 2024 – 3,260,237).



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

18) Capital management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to pursue the Company’s objectives. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company’s management to sustain future development of the business.

In the management of capital, the Company includes its components of equity (deficit). 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. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or adjust the amount of cash and cash equivalents and investments.

At this stage of the Company’s development, in order to maximize ongoing development efforts, the Company does not pay out dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company’s capital is not subject to any externally imposed capital requirements.

19) Segmented information

The Company has one operating segment, which is the refinement of precious metals from electronic waste in the US. The following table provides segmented disclosure on assets and liabilities as reviewed by management regularly by geographical location:

	US		Canada		Total
30 September 2025					
Current assets	\$	93,011	\$	391,816	\$ 484,827
Non-current assets	\$	121,783	\$	-	\$ 121,783
Current liabilities	\$	(437,841)	\$	(41,490,227)	\$ (41,928,068)
Non-current liabilities	\$	-	\$	(4,040,019)	\$ (4,040,019)
31 December 2024					
Current assets	\$	94,588	\$	111,832	\$ 206,420
Non-current assets	\$	124,412	\$	-	\$ 124,412
Current liabilities	\$	(376,212)	\$	(7,662,661)	\$ (8,038,773)
Non-current liabilities	\$	-	\$	(94,646)	\$ (94,646)

20) Commitments

In February 2022, the Company has entered into the transition agreement with the former CEO & Director, to provide technical advisory services at \$14,000 per month payable until eighteen (18) months following the date of completion of the Company’s IPO; and a one-time bonus of \$50,000 if the IPO is successful. It was further agreed to repay the short-term loan of \$78,050 plus interest within ten (10) days of closing of the offering. In September 2023, the Company agreed to increase the monthly fee to \$15,000 per month following the closing of the IPO for twenty four (24) months and consulting invoices to be paid within seven (7) days of IPO proceeds including interest of 2% compounded monthly.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

On 3 September 2025, the Company engaged Digital Offering, LLC (“Digital Offering”) to act as lead selling agent to offer the Company’s common shares to prospective investors in an offering on a best-efforts basis, meaning there is no guarantee that any minimum amount will be raised. Digital Offering may engage one or more sub-agents or selected dealers to assist in marketing the offering. The Company will pay a cash commission of 7.0% on gross proceeds and issue warrants to Digital Offering to purchase a number of shares equal to 3.0% of the total number of shares sold in the offering, exercisable for five years at an exercise price equal to 125% of the public offering price. Digital Offering has agreed to remit 0.50% of the cash commission to the Company as a rebate to be applied toward platform and marketing fees.

On 8 September 2025, the Company entered into a posting agreement with Equifund Technologies LLC to provide online offering platform services for its Regulation A capital raise. The agreement includes a \$45,000 onboarding fee payable upon the first closing and transaction-based administrative fees thereafter. The agreement is for a term of 12 months and may be terminated by mutual consent.

21) Subsequent events

The Company has evaluated all events occurring through 2 March 2026, the date on which the financial statements were issued, and during which time, nothing has occurred outside the normal course of business operations that would require disclosure except the following:

- The Company received additional short-term loans and promises to pay the principal sums of CAD\$135,500 (\$97,335) and \$47,500 at 8% interest compounded annually, payable on demand.
- The Company approved the issuance of one or more Simple Agreements for Future Equity (“SAFE Agreements”) with certain investors for aggregate proceeds of up to \$5,000,000. Under the SAFE Agreements, the holders are entitled to receive common shares upon the occurrence of a qualifying equity financing or other liquidity events, including the Company’s Regulation A initial public offering. Upon such event, the SAFE converts into common shares, with the number of shares issued equal to the investment amount divided by a discounted conversion price, calculated as the public offering price per share multiplied by a contractual discount rate of 75%. Until conversion, the SAFE Agreements do not represent issued equity instruments and do not provide voting or ownership rights. The Company had issued \$ 2,901,956 under the SAFE Agreements.