



Windfall Geotek Inc.

Condensed Interim Consolidated Financial Statements

For the nine months ended November 30, 2025 and November 30, 2024

Unaudited - Expressed in Canadian Dollars)

**Notice to Reader**

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

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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

Windfall Geotek Inc.

Condensed Interim Consolidated Statements of Financial Position

(Unaudited - Expressed in Canadian Dollars)

		November 30, 2025	February 28, 2025
	Note		
Current Assets			
Cash		460,626	17,551
Amounts receivable	4	15,537	73,870
Prepaid expenses		8,658	6,851
Marketable securities	5	100,000	138,175
Loan receivable	6	115,785	108,333
		<u>700,606</u>	<u>344,780</u>
Non-current assets			
Exploration and evaluation assets	7	1	1
		<u>1</u>	<u>1</u>
TOTAL ASSETS		<u>700,607</u>	<u>344,781</u>
Liabilities			
Accounts payable and accrued liabilities	8	464,003	338,467
		<u>464,003</u>	<u>338,467</u>
Equity			
Share capital	9	43,622,136	42,953,353
Subscriptions received	9	-	-
Contributed surplus	9	6,826,496	6,897,046
Warrants	9	-	-
Deficit		<u>(50,212,028)</u>	<u>(49,844,085)</u>
		<u>236,604</u>	<u>6,314</u>
TOTAL LIABILITIES AND EQUITY		<u>700,607</u>	<u>344,781</u>

Nature and continuance of operations (Note 1)
Events after the reporting period (Note 16)

Approved by the Board of Directors:

"Michel Fontaine"
Director

"Marcel Robillard "
Director

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

Windfall Geotek Inc.

Condensed Interim Consolidated Statements of Operations

For the three and nine months ended November 30, 2025 and November 30, 2024

(Unaudited - Expressed in Canadian Dollars)

	Note	Three months ended November 30,		Nine months ended November 30,	
		2025	2024	2025	2024
Revenue					
AI services		\$ 55,000	\$ 100,000	\$ 100,000	\$ 225,000
Operating expenses					
Commissions		-	-	-	(30,000)
General and administration	10	(259,157)	(219,844)	(577,589)	(722,389)
		(259,157)	(219,844)	(577,589)	(752,389)
Operating loss		(204,157)	(119,844)	(477,589)	(527,389)
Unrealized gain (loss) on marketable securities	5	-	24,945	125,325	643,962
(Loss) gain on sale of marketable securities	5	-	(18,318)	(123,417)	(727,221)
Tax recovery	4	-	-	29,736	-
Interest income	6	2,439	2,438	7,452	5,922
		2,439	9,065	39,096	(77,337)
Net Loss and comprehensive loss for the period		\$ (201,718)	\$ (110,779)	\$ (438,493)	\$ (604,726)
Weighted average number of outstanding common shares					
Basic and diluted		143,062,661	134,095,628	137,062,901	134,095,628
(Loss) per share					
Basic and diluted		\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)

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

Windfall Geotek Inc.

Condensed Interim Consolidated Statements of Changes in Equity For the nine months ended November 30, 2025 and November 30, 2024

(Unaudited - Expressed in Canadian Dollars)

	Number of Common Shares	Share Capital (Note 9)	Contributed Surplus (Note 9)	Warrants (Note 9)	Deficit	Total Equity
Balance, February 29, 2024	134,095,628	42,953,353	7,484,491	60,356	(49,566,637)	931,563
Options exercised	-	-	(149,321)	-	149,321	-
Expired warrants	-	-	-	(60,356)	60,356	-
Net loss and comprehensive loss for the period	-	-	-	-	(604,726)	(604,726)
Balance, November 30, 2024	134,095,628	42,953,353	7,335,170	-	(49,961,686)	326,837
Expired options	-	-	(438,124)	-	438,124	-
Net loss and comprehensive loss for the period	-	-	-	-	(320,523)	(320,523)
Balance, February 28, 2025	\$ 134,095,628	\$ 42,953,353	\$ 6,897,046	\$ -	\$ (49,844,085)	\$ 6,314
Issued in private placements	34,000,000	680,000	-	-	-	680,000
Share issue costs	-	(11,217)	-	-	-	(11,217)
Expired options	-	-	(70,550)	-	70,550	-
Net loss and comprehensive loss for the period	-	-	-	-	(438,493)	(438,493)
Balance, November 30, 2025	168,095,628	\$ 43,622,136	\$ 6,826,496	\$ -	\$ (50,212,028)	\$ 236,604

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

Windfall Geotek Inc.

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended November 30, 2025 and November 30, 2024

(Unaudited - Expressed in Canadian Dollars)

	<u>2025</u>	<u>2024</u>
Operating activities		
Net loss for the period	\$ (438,493)	\$ (604,726)
Items not affecting cash:		
Amortization and depreciation	-	-
Unrealized (gain) loss on marketable securities	(125,325)	(643,962)
Bad debt expense	-	-
Revenue received as common shares	(50,000)	-
Interest income	(7,452)	(3,484)
Gain on disposal of mining assets	-	-
Loss (gain) on sale of marketable securities	123,417	727,221
Share-based compensation	-	-
	<u>(497,853)</u>	<u>(524,951)</u>
Changes in working capital items:		
Amounts receivable	58,333	5,178
Prepaid expenses	(1,807)	24,808
Loan receivable	-	(102,438)
Accounts payable and accrued liabilities	125,536	2,159
Cash flows used in operating activities	<u>(315,791)</u>	<u>(595,244)</u>
Investing activities		
Proceeds received on disposition of marketable securities	90,083	338,711
Cash flows provided by investing activities	<u>90,083</u>	<u>338,711</u>
Financing activities		
Issuance of common shares, net of share issuance costs	668,783	-
Cash flows provided by financing activities	<u>668,783</u>	<u>-</u>
Net change in cash	443,075	(256,533)
Cash, beginning of period	<u>17,551</u>	<u>331,383</u>
Cash, end of period	<u>\$ 460,626</u>	<u>\$ 74,850</u>

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

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements

For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

1. NATURE OF AND CONTINUANCE OF OPERATIONS

Windfall Geotek Inc. ("Windfall" or the "Company") was incorporated under the Canada Business Corporations Act (Alberta) on February 23, 1996. The nature of operations involves the acquisition, exploration, and development of mineral resource properties. Windfall Geotek Inc. and its subsidiaries (hereinafter the "Company") are in the exploration stage and do not derive any revenue from the development of their properties. The Company also offers artificial intelligence software services to help clients identify high-potential targets. The Company is exploring a new business model through which it will advance its' projects using the Company's artificial intelligence software platform. This transition from pure service revenues to service revenues plus asset accumulation is part of the Company's strategy to maximize returns to investors.

The Company's common shares are listed on the TSX Venture Exchange ("TSX.V") (the "Exchange") under the symbol WIN. The Company obtained a listing on the OTCQB effective October 21, 2020 under the symbol WINKF.

The Company's office is located at 7005 Taschereau Boulevard Suite 265, Brossard, Quebec, Canada, J4Z 1A7.

The business of exploring for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish ore reserves, to develop metallurgical processes, to acquire construction and operating permits and to construct mining and processing facilities.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, social licensing requirements, unregistered prior agreements, unregistered claims, indigenous claims, and noncompliance with regulatory and environmental requirements. The Company's assets may also be subject to increases in taxes and royalties, renegotiation of contracts, political uncertainty and currency exchange fluctuations and restrictions.

These consolidated financial statements have been prepared by management on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. For the nine months ended November 30, 2025, the Company incurred a net loss of \$438,493 (2024 – loss of \$604,726) and had an accumulated deficit of \$50,212,028 as at November 30, 2025 (February 28, 2025 - \$49,844,085). As at November 30, 2025, the Company had a positive working capital of \$236,603 (February 28, 2025 – positive of \$6,313). The continuing operations of the Company are dependent upon its ability to continue to raise adequate equity financing in the future and repay its liabilities arising from normal business operations as they become due. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern.

These consolidated financial statements were approved and authorized for issue by the board of directors on January 26, 2026.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

2. STATEMENT OF COMPLIANCE

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) for interim information, specifically International Accounting Standards (“IAS”) 34 – Interim Financial Reporting. In addition, these condensed interim consolidated financial statements have been prepared using interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”) in effect on November 30, 2025 and the same accounting policies and methods of their application as the most recent annual financial statements for the Company. These condensed interim consolidated financial statements do not include all the disclosures normally provided in the annual financial statements and should be read in conjunction with the Company’s audit financial statements for the year ended February 28, 2025.

In management’s opinion, all adjustments necessary for fair presentation have been included in these condensed interim consolidated financial statements. Interim results are not necessarily indicative of the results expected for the year ended February 28, 2026.

These condensed interim consolidated financial statements incorporate the financial statements of the Company and its subsidiaries. Subsidiaries are entities controlled by the Company. The Company controls a subsidiary when it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. All significant inter-company balances and transactions have been eliminated upon consolidation.

The following companies have been consolidated within these consolidated financial statements:

Name of subsidiary	Place of incorporation	Ownership interest	Principal activity
Private Ontario Corp.	Ontario, Canada	100%	Holding company
Tropic Diamonds Inc.	Ontario, Canada	100%	Holding company
Ampanihy Resources S.A.R.L	Madagascar	100%	Holding company
SIMACT Alliance Copper Gold Inc. company	Montreal, Canada	100%	Exploration

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amount of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences.

Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions, and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Information about significant areas of estimation uncertainty in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are noted below with further details of the assumptions contained in the relevant note.

The preparation of these condensed interim consolidated financial statements requires management to make judgments regarding the going concern of the Company as discussed in Note 1.

The critical estimates and judgments applied in the preparation of the unaudited condensed interim consolidated financial statements for the nine months ended November 30, 2025 are consistent with those applied and disclosed in Note 4 to the Company's audited consolidated financial statements for the year ended February 28, 2025.

a) Foreign currency translation

The functional currency of the Company and its subsidiaries is the Canadian dollar. Foreign currency transactions are translated into the functional currency of the Company using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the exchange rate in effect at the financial statement date. Exchange gains or losses arising from these translations are recognized in profit or loss for the reporting period.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

4 ACCOUNTS RECEIVABLE

	November 30, 2025	February 28, 2025
Trade receivables	-	57,883
GST/QST receivable (a)	15,537	15,987
	15,537	73,870
Allowance for doubtful accounts	-	-
Balance, end of period	15,537	73,870

(a) Sales tax recovered and received after review of previous exercises amounted to \$43,813, representing \$27,826 more than recorded on February 28, 2025.

5 MARKETABLE SECURITIES

Marketable securities consist of equity securities of customers purchased by the Company or received as option payments, which the Company does not have control or significant influence over.

As at November 30, 2025 and February 28, 2025, the change in marketable securities is as follows:

	November 30, 2025	February 28, 2025
Balance, beginning of period	138,175	634,538
Received as revenue	50,000	-
Dispositions	(213,500)	(1,206,932)
Unrealized gain (loss) on marketable securities	125,325	710,569
Balance, end of period	100,000	138,175

As at November 30, 2025, the Company held the following marketable securities:

Company	Share held	Cost	Fair Value
Catalyst Mines Inc. (private)	1,000,000	100,000	100,000
		100,000	100,000

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

5 MARKETABLE SECURITIES – continued

- During the period ended May 31, 2025, the Company received 2,500,000 shares of Tomagold at a cost of \$0.02 for a value of \$50,000. This value was recorded in the accounts receivable on February 28, 2025.
- During the period ended May 31, 2025, the Company disposed of 350,000 shares of Tomagold with a cost base of \$7,000, for total proceeds of \$5,230, realizing a loss on the sale of marketable securities of \$1,770.
- During the period ended May 31, 2025, the company disposed of 125,000 shares of Orbec Gold Mines with a cost base of \$23,500, for total proceeds of \$5,545, realizing a loss on the sale of marketable securities of \$17,955.
- During the period ended May 31, 2025, the Company disposed of 80,000 shares of Dryden Gold with a cost base of \$20,000, for total proceeds of \$15,080, realizing a loss on the sale of marketable securities of \$4,920.
- During the period ended May 31, 2025, the Company disposed of 300,000 shares of Macdonald Mines Exploration with a cost base of \$120,000, for total proceeds of \$22,370, realizing a loss on the sale of marketable securities of \$97,630.
- During the period ended November 30, 2025, the Company disposed of 2,150,000 shares of Tomagold with a cost base of \$43,000 for total proceeds of \$41,858, realizing a loss on the sale of marketable securities of \$1,142.

As at February 28, 2025, the Company held the following marketable securities:

February 28, 2025			
Company	Shares Held	Cost	Fair Value
Orbec Gold Mines Inc.	125,000	23,500	6,875
Catalyst Mines Inc. (private)	1,000,000	100,000	100,000
Dryden Gold Corp	80,000	20,000	8,800
MacDonald Mines Exploration	300,000	120,000	22,500
		\$ 263,500	\$ 138,175

- During the year ended February 28, 2025, the Company disposed of 700,000 shares of Big Tree Carbon Inc. with a cost base of \$96,000, for total proceeds of \$9,930, realizing a loss on the sale of marketable securities of \$86,070.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements

For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

5 MARKETABLE SECURITIES – continued

- During the year ended February 28, 2025, the Company disposed of 64,676 shares of Canadian Copper Inc. with a cost base of \$16,169, for total proceeds of \$4,306, realizing a loss on the sale of marketable securities of \$11,863.
- During the year ended February 28, 2025, the Company disposed of 1,500,000 shares of BWR Exploration Inc. with a cost base of \$75,000, for total proceeds of \$12,885, realizing a loss on the sale of marketable securities of \$62,115.
- During the year ended February 28, 2025, the Company disposed of 353,000 shares of Power Nickel Inc., with a cost base of \$35,300, for total proceeds of \$91,395, realizing a gain on the sale of marketable securities of \$56,095.
- During the year ended February 28, 2025, the Company disposed of 140,957 shares of Orbec Gold Mines Inc. with a cost base of \$26,500 for total proceeds of \$7,028, realizing a loss on the sale of marketable securities of \$19,472. On June 6th, 2024, Blue Thunder Mining changed its name to Orbec Gold Mines Inc.
- During the year ended February 28, 2025, the Company disposed of 110,000 shares of Flow Metals Corp. with a cost base of \$115,000, for total proceeds of \$6,120, realizing a loss on the sale of marketable securities of \$108,880.
- During the year ended February 28, 2025, the Company disposed of 18,593 shares of Renegade Gold Inc. with a cost base of \$175,000, for total proceeds of \$4,279, realizing a loss on the sale of marketable securities of \$170,721.
- During the year ended February 28, 2025, Platinex Inc. completed a 4:1 share consolidation as a result, the company owned 250,000 shares. After consolidation, the company disposed of 250,000 shares of Platinex with a cost base of \$50,000, for total proceeds of \$33,123, realizing a loss on the sale of marketable securities of \$16,877.
- During the year ended February 28, 2025, the Company disposed of 1,975,000 shares of Playfair Mining Ltd., with a cost base of \$98,750, for total proceeds of \$36,175, realizing a loss on the sale of marketable securities of \$62,575.
- During the year ended February 28, 2025, the Company disposed 1,027,000 shares of Puma Exploration Inc. with a cost base of \$184,004, for total proceeds of \$65,613, realizing a loss on the sale of marketable securities of \$118,391.
- During the year ended February 28, 2025, the Company disposed of 232,143 shares of Nine Mile Metals Ltd. with a cost base of \$65,000, for total proceeds of \$24,919, realizing a loss on the sale of marketable securities of \$40,081.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

5 MARKETABLE SECURITIES – continued

- During the year ended February 28, 2025, the Company disposed of 301,315 shares of S2 Minerals Inc with a cost base of \$45,197 for total proceeds of \$30,359, realizing a loss on the sale of marketable securities of \$14,838. Afterwards, on December 5, 2024, the S2Minerals Inc completed a 2:1 share consolidation as a result, the company owned 112,500 shares. After consolidation, the company disposed of 112,500 shares of S2 Minerals Inc. with a cost base of \$33,750, for total proceeds of \$25,898 realizing a loss on the sale of marketable securities of \$7,852.
- During the year ended February 28, 2025, the Company disposed of 500,000 shares of QC Coper and Gold with a cost base of \$67,500, for total proceeds of \$59,730, realizing a loss on the sale of marketable securities of \$7,770.
- During the year ended February 28, 2025, the Company disposed of 562,553 shares of Quebec Precious Metals Corporation with a cost base of \$123,762, for total proceeds of \$19,460, realizing a loss on the sale of marketable securities of \$104,302.

As at November 30, 2025, the Company held the following share purchase warrants that are exercisable into one common share of the on marketable securities:

Company	Warrants	Exercise price	Expiry Date
Dios Exploration Inc.	250,000	\$ 0.10	August 12, 2026

6 LOAN RECEIVABLE

During the three months ended May 31, 2024, the Company entered into two term loans with Catalyst Mines Ltd. The term loans earn interest at 10% per annum with \$60,000 maturing on March 25, 2025 and \$40,000 maturing on May 9, 2025.

	November 30, 2025	February 28, 2025
Cost:		
Balance – Beginning of period	108,333	-
Additions during the year (a)	-	100,000
Interest	7,452	8,333
Balance, end of period	115,785	108,333

- (a) On March 25, 2024, the company signed a term loan agreement, by which the company lends \$60,000 to Catalyst Mines for a period of twelve months at a 10 percent per annum interest. On May 9th, 2024, the company signed a second term loan agreement, by which the company lends \$40,000 to Catalyst Mines for a period of twelve months at a 10 percent per annum interest. The loans reimbursement periods were extentionned to November 30, 2025, at the same conditions.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

7 EXPLORATION AND EVALUATION ASSETS

Marshall Lake

During the year ended February 29, 2024, the Optionee provided notice to the Company that they would not be exercising their option to earn 90% of the claims. All claims expired.

Ontario Claims 1 – Burnt Bush

During the year ended February 29, 2024, the Optionee provided notice to the Company that they would not be exercising their option to earn 100% of the claims. All claims expired.

Ontario Claims 2 – Barnett

During the year ended February 29, 2024, the Optionee provided notice to the Company that they would not be exercising their option to earn 100% of the claims. All claims expired.

Chapais

On March 3, 2023, the Company entered into a mining property acquisition agreement with QC Copper & Gold Inc. ("QC") whereby QC has acquired certain claims comprising the Chapais property by issuing 500,000 common shares of QC (\$67,500 – received) to the Company. The Company will retain a 2% net smelter royalty ("NSR"), which the purchaser can buy back 1% of the NSR for \$1,000,000.

Ring of Fire, Northern Ontario

On March 18, 2022, the Company sold claims in northern Ontario for total proceeds of \$300,000 cash (received) plus a 2% NSR. The purchaser can buy back 1% of the NSR for \$1,000,000. Pursuant to the original agreement, the Company is to receive additional compensation if the property is acquired by a public company within an allotted time frame. On April 17, 2023, the Company received 526,315 shares (\$78,947) of S2 Minerals Inc. ("S2") upon S2 acquiring the property.

New Brunswick

On January 11, 2023, the Company entered into an agreement to sell a New Brunswick mineral claim to Nine Mile Metals Ltd. for total consideration of \$65,000 payable in common shares (232,143 common shares - received) plus a 2% NSR. The purchaser can buy back 1% of the NSR for \$500,000.

All Quebec claims have expired on August 31, 2025.

All Ontario claims have expired on August 31, 2025.

During the period ended November 30, 2025 and February 28, 2025, the Company incurred \$nil exploration expenses.

8 Accounts payable and accrued liabilities

	November 30, 2025	February 28, 2025
Accounts payable	256,316	180,099
Accrued liabilities (Note 11)	207,687	158,368
	464,003	338,467

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

9 SHARE CAPITAL

a) Authorized share capital

Unlimited number of common shares without par value.

b) Issued and outstanding

As at November 30, 2025, the issued share capital was comprised of 168,095,628 (February 28, 2025 – 134,095,628) common shares.

On November 6th, 2025, the Company completed a non-brokered private placement by issuing 34,000,000 units of the Company for gross proceeds of \$680,000. Each unit consisted of (i) one common share at a price of \$0.02 per common share and (ii) one common share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share in the capital of the Company at a price of \$0.05 per common share for a period of 24 months expiring November 6th, 2027.

In connection with the private placement, the Company paid total cash issuance costs of \$11,217.

The 34,000,000 warrants issued in connection with this private placement have been recorded at a value of nil based as the closing price of the share on November 6th, 2025 of \$0.04, which was higher than the placement nominal value per unit of \$0.02.

c) Stock options

The Company has a stock option plan whereby the Board of Directors may grant to directors, officers or consultants of the Company options to acquire common shares. The Board of Directors has the authority to determine the terms and conditions of the grant of options. The Board of Directors approved a “rolling” stock option plan (the “Plan”) reserving a maximum of 10% of the shares of the Company at the time of the stock option grant, with a vesting period allowed of zero up to 18 months, when the grant of option is made at market price, for the benefit of its directors, officers, employees and consultants. The Plan provides that no single person may hold options representing more than 5% of the outstanding common shares. The number of stock options granted to a beneficiary and the vesting period are determined by the Board of Directors.

The exercise price of any option granted under the Plan is fixed by the Board of Directors at the time of the grant and cannot be less than the market price per common share the day before the grant. The term of an option will not exceed five years from the date of grant. Options are not transferable and can be exercised while the beneficiary remains a director, an officer, an employee or consultant of the Company and between three and 12 months after the beneficiary has left.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024 Unaudited – Expressed in Canadian dollars

9 SHARE CAPITAL – continued

The changes to the number of stock options granted by the Company and their weighted average exercise price are as follows:

	November 30, 2025		February 28, 2025	
	Number	Weighted average exercise price	Number	Weighted average exercise price
Stock options				
Balance, beginning of period	3,945,000	\$ 0.10	8,020,000	\$ 0.10
Exercised	-	-	-	-
Expired	(850,000)	0.09	(50,000)	0.07
Cancelled	-	-	(4,025,000)	0.11
Balance, end of period	3,095,000	0.10	3,945,000	0.10
Options exercisable, end of period	3,095,000	\$ 0.10	3,945,000	\$ 0.10

As at November 30, 2025, the Company had the following stock options outstanding:

Expiry Date	Exercise Price	Options	Options Exercisable	Weighted Average Life
March 23, 2026	0.10	2,500,000	2,500,000	0.31
May 11, 2026	0.30	15,000	15,000	0.44
February 1, 2027	0.085	250,000	250,000	1.15
October 4, 2027	0.075	330,000	330,000	1.82
		3,095,000	3,095,000	0.54

During the period ended November 30, 2025, nil (2025 – nil) has been recognized as share-based compensation in the consolidated statement of operations.

There were no stock options issued during the period ended November 30, 2025 and year ended February 28, 2025.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

9 SHARE CAPITAL – continued

d) Warrants

As at November 30, 2025 and February 28, 2025, the following share purchase warrants were outstanding:

Expiry Date	Exercise Price	November 30 2025	February 28 2025
November 6 th , 2027	0.05	34,000,000	-

Changes in Company's warrants are as follows:

	Number of warrants	Weighted average exercise price
Balance, February 29, 2024 *	1,536,180	\$ 0.095
Expired	(1,536,180)	0.095
Balance, February 28, 2025	-	-
Issued	34,000,000	0.05
Balance, November 30, 2025	34,000,000	0.05

* On April 11, 2024, 1,536,180 warrants with an exercise price of \$0.095 expired unexercised.

The weighted average contractual life of all warrants outstanding as at November 30, 2025, is 1.9 years (2024 – nil).

10 GENERAL AND ADMINISTRATIVE

	Three months November 30, 2025	Three months November 30, 2024	Nine months November 30, 2025	Nine months November 30, 2024
Consulting fees and salaries	\$ 151,755	\$ 162,711	\$ 404,209	\$ 492,418
Travel and promotion	9,675	8,502	12,564	17,172
Shareholder information	10,304	14,743	29,481	66,326
Professional fees	72,010	15,755	91,051	98,430
General & Administration	15,413	18,133	40,284	48,043
	\$ 259,157	\$ 219,844	\$ 577,589	\$ 722,389

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

11 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Key management personnel include persons having the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has identified its directors and officers as its key management personnel and the compensation costs for key management personnel and companies related to them are recorded at their exchange amounts as agreed upon by transacting parties.

	Three months November 30, 2025		Three months November 30, 2024		Nine months November 30, 2025		Nine months November 30, 2024	
Consulting fees	\$	21,000	\$	48,000	\$	63,000	\$	66,000
Salaries and benefits		40,000		15,986		120,000		57,524
Share-based compensation		-		-		-		-
	\$	61,000	\$	63,986	\$	183,000	\$	123,524

Remuneration of key management personnel of the Company was as follows:

As at November 30, 2025, directors and key management personnel were owed \$83,487 (2024 - \$33,900), which is included in accounts payables and accrued liabilities.

12 SEGMENTED INFORMATION

The Company has determined that it operates in two segments, being acquisition, exploration and development of mineral properties for economically recoverable reserves in Canada and providing AI services. During the period ended November 30, 2025, the company's revenue relates to the providing of AI services to clients in the mineral exploration industry. All the non-current assets are located in Canada.

13 MANAGEMENT OF CAPITAL

The Company's objective is to ensure the entity continues as a going concern as well as to achieve optimal returns for shareholders. Management adjusts the capital structure as necessary in order to support the acquisition, exploration and development of its mineral properties and to further develop its AI services business. The Company's primary source of funds comes from revenues derived from the AI services and through the issuance of share capital. The Company does not use other sources of financing that require fixed payments of interest and principal due to lack of cash flow from current operations and is not subject to any externally imposed capital requirements.

The Company defines its capital as equity. Capital requirements are driven by the Company's AI services operation and exploration activities on its mineral properties. To effectively manage the Company's capital requirements, the Company has a planning and budgeting process in place to ensure that adequate funds are available to meet its strategic goals. The Company monitors actual expenses to budget on all exploration projects and overhead to manage costs, commitments, and exploration activities.

There have been no changes to the Company's approach to capital management during the period ended November 30, 2025.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements

For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

14 FINANCIAL INSTRUMENTS

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Market Risk

Market risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate because of changes in market prices or prevailing conditions. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk and are disclosed as follows:

Currency risk

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 holds no financial instruments that are denominated in a currency other than Canadian dollars. As at November 30, 2025 and February 28, 2025, the Company is not exposed to currency risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in market risk. The Company's sensitivity to interest rates relative to its cash balances is currently immaterial. The Company also has no long-term debt with variable interest rates, so it has no negative exposure to changes in the market interest rate.

Price rate risk

The Company has no exposure to price risk with respect to equity prices as the Company is not listed. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. As at November 30, 2025 and February 28, 2025, the Company holds shares of publicly listed companies (Note 5) and is exposed to market risk from unfavourable or favourable changes in market conditions.

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash and amounts receivable. The Company limits the exposure to credit risk by only investing its cash with high-credit quality financial institutions. Management believes that the credit risk related to its cash is negligible. During the year ended November 30, 2025, management has recorded an expected credit loss allowance of \$Nil (2025 - nil) on the trade receivables.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. As at November 30, 2025, the Company has a cash balance of \$460,626 and a marketable securities balance of \$100,000 to settle current liabilities of \$464,003. The Company's exposure to liquidity risk is important, however, the Company may require additional equity financings in the future if future revenues cannot sustain operational cash flows.

Windfall Geotek Inc.

Notes to the condensed interim consolidated financial statements For the nine months ended November 30, 2025 and November 30, 2024

Unaudited – Expressed in Canadian dollars

14 FINANCIAL INSTRUMENTS – (continued)

Fair Value Measurements

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and
- Level 3 – Inputs that are not based on observable market data.

As at November 30, 2025, the Company's financial instruments consist of cash, amounts receivable, marketable securities and accounts payable and accrued liabilities. Marketable securities are accounted for as FVTPL with \$100,000 using level 2 inputs. Accounts payable and accrued liabilities are classified as amortized cost. The fair value of cash, receivables and accounts payable and accrued liabilities approximates its carrying value because of the short-term nature of the instruments.

15 CONTINGENT LIABILITIES

On March 13, 2017, the Company signed an Asset Purchase Agreement (the "Agreement") with Diagnos Inc. ("Diagnos") for the purchase of the assets from Diagnos' mining division, including the Computer Aided Resources Detection System (the "CARDS"). Pursuant to the Agreement, the Company will remit to Diagnos (i) 50% of any payment that the Company receives from the royalty agreements forming part of the acquired assets; and (ii) 5% of revenues generated by the commercialization of the CARDS in the mining sector activity.

Since acquiring CARDS, the Company determined that CARDS was not adequate and developed its own internal AI software, which is utilized when performing AI services for the Company's clients. As a result, the Company has not been using CARDS in its operations.

On November 29, 2022, the Company received a demand letter from Diagnos related to royalties on the use of CARDS for commercial purposes. As the Company does not use CARDS when performing services for its clients, the Company believes the claim against the Company is unfounded.

16 EVENTS AFTER THE REPORTING PERIOD

On December 1st, 2025, the Corporation granted a total of 13,000,000 options to directors, officers, employees and consultants of the Company. The stock options are exercisable at \$0.05 per share for a period of five (5) years from the date of grant.