
PLANET X II CAPITAL CORP.

FINANCIAL STATEMENTS

**FOR THE YEARS ENDED
JUNE 30, 2025 AND 2024**

(Expressed in Canadian Dollars)

Independent Auditor's Report

To the Shareholders of Planet X II Capital Corp.

Opinion

We have audited the financial statements of Planet X II Capital Corp. (the "Company"), which comprise the statements of financial position as at June 30, 2025 and June 30, 2024 and the statements of loss and comprehensive loss, cash flows and changes in equity for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2025 and June 30, 2024, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements which describes the material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Other than the matter described in the Material Uncertainty Related to Going Concern section, we have determined there are no key audit matters to be communicated in our report.

Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified

above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Pejman Mahlooji.



Chartered Professional Accountants
Vancouver, Canada
July 17, 2025

Planet X II Capital Corp.
Statements of Financial Position
(Expressed in Canadian Dollars)

	June 30, 2025 \$	June 30, 2024 \$
Assets		
Current		
Cash and cash equivalents	124,345	150,319
Interest receivable	4,716	5,244
Prepaid expenses	-	3,899
Total Assets	129,061	159,462
Liabilities		
Current		
Accounts payable and accrued liabilities	211	452
Shareholders' Equity		
Share capital (note 4)	223,540	223,540
Share based payments reserve (note 4)	36,896	36,896
Deficit	(131,586)	(101,426)
Total Shareholders' Equity	128,850	159,010
Total Liabilities and Shareholders' Equity	129,061	159,462
NATURE AND CONTINUANCE OF OPERATIONS (note 1)		

These financial statements are authorized for issue by the Board of Directors on July 17, 2025. They are signed on the Company's behalf by:

"Paul Matysek", Director
"Dino Minicucci", Director

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

Planet X II Capital Corp.
Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

	Year ended June 30,	
	2025	2024
	\$	\$
Expenses		
Office and sundry (note 5)	2,205	4,998
Professional fees	16,429	6,107
Transfer agent, regulatory and listing fees	16,646	11,710
Loss for the year	(35,280)	(22,815)
Interest income	5,120	5,408
Loss and comprehensive loss for the year	(30,160)	(17,407)
Loss per share – basic and diluted (\$)	(0.01)	(0.00)
Weighted average number of common shares outstanding – basic and diluted	4,300,000	4,178,142

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

Planet X II Capital Corp.
Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year ended June 30,	
	2025	2024
	\$	\$
Cash flows used in operating activities		
Comprehensive loss for the year	(30,160)	(17,407)
Changes in non-cash working capital items:		
Interest receivable	528	(3,086)
Prepaid expenses	3,899	(976)
Accounts payable and accrued liabilities	(241)	347
Net cash used in operating activities	(25,974)	(21,122)
Cash flows generated from financing activities		
Agent options exercised	-	20,000
Net cash generated from financing activities	-	20,000
Net decrease in cash and cash equivalents	(25,974)	(1,122)
Cash and cash equivalents, beginning of year	150,319	151,441
Cash and cash equivalents, end of year	124,345	150,319
Supplemental cash flow information		
Cash paid for income taxes	-	-
Cash paid for interest	-	-
Cash received for interest	5,476	2,322
Breakdown of cash and cash equivalents	2025	2024
	\$	\$
Cash	6,845	25,319
Guaranteed investment certificate	117,500	125,000
Total	124,345	150,319

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

Planet X II Capital Corp.
Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Share capital		Shared based payments reserve	Deficit	Total equity
	Number of shares	Amount \$	\$	\$	\$
Balance at June 30, 2023	4,100,000	192,988	47,448	(84,019)	156,417
Agent options exercised	200,000	30,552	(10,552)	-	20,000
Comprehensive loss for the year	-	-	-	(17,407)	(17,407)
Balance at June 30, 2024	4,300,000	223,540	36,896	(101,426)	159,010
Comprehensive loss for the year	-	-	-	(30,160)	(30,160)
Balance at June 30, 2025	4,300,000	223,540	36,896	(131,586)	128,850

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

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

1. NATURE AND CONTINUANCE OF OPERATIONS

Planet X II Capital Corp. (the “Company”) was incorporated under the *Business Corporations Act* of British Columbia on February 25, 2021. The Company is classified as a Capital Pool Company as defined in Policy 2.4 of the TSX Venture Exchange (the “Exchange”). The principal business of the Company is to identify and evaluate assets or businesses with a view to potentially acquire them or an interest therein. The purpose of such an acquisition is to satisfy the related conditions of a qualifying transaction (the “Qualifying Transaction”) under the Exchange Policy. Where an acquisition or participation is warranted, additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon the ability of the Company to obtain additional financing. The registered office of the Company is located at 2200 HSBC Building, 885 West Georgia Street, Vancouver, BC V6C 3E8.

On February 10, 2022, the Company completed an initial public offering (the “IPO”) of 2,000,000 common shares at a price of \$0.10 per common share. The common shares of the Company commenced trading on the TSX Venture Exchange on February 10, 2022 under the trading symbol “PLXX.P”.

The Company’s continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of, or participation in, an interest in properties, assets or businesses that will constitute a Qualifying Transaction.

Going concern of operations:

These financial statements have been prepared on a going concern basis in accordance with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. For the year ended June 30, 2025, the Company realized a loss of \$30,160 (2023 - \$17,407) and, as at June 30, 2025, has a deficit of \$131,586 (2023 - \$101,426).

The above material uncertainties raise significant doubt about the Company’s ability to continue as a going concern. Although these financial statements have been prepared on a going concern basis, the Company’s continuing operations are dependent upon its ability to obtain adequate financing through debt or equity issuance.

The Company’s business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, tariffs and national and international circumstances. Recent geopolitical events and potential economic global challenges such as the risk of higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company’s business. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

These financial statements of the Company were approved by the Board of Directors and authorized for issue on July 17, 2025.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Statement of compliance

These financial statements, including comparatives, have been prepared in accordance with and using accounting policies in compliance with IFRS, as issued by the IASB, effective for the Company’s reporting for the years ended June 30, 2025 and 2024.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(b) Basis of presentation

These financial statements have been prepared on a historical cost basis, except for financial assets and liabilities classified as financial instruments at fair value through profit or loss ("FVTPL"), which are stated at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The Company's functional and presentation currency is the Canadian dollar.

(c) Critical accounting judgments and estimates

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

(i) Critical accounting estimates

Valuation of options granted

The fair value of common share purchase options granted and warrants issued is determined at the issue date using the Black-Scholes option pricing model. The Black-Scholes model involves six key inputs to determine the fair value of an option, which are: risk-free interest rate, exercise price, market price at the grant date, expected dividend yield, expected life, and expected volatility. Certain of the inputs are estimates that involve considerable judgment and are or could be affected by significant factors that are out of the Company's control. The Company is also required to estimate the future forfeiture rate of options based on historical information in its calculation of share-based payments expense. These estimates impact the values of share-based compensation expense, share capital, and reserves.

(ii) Critical accounting judgments

Information about critical judgments in applying accounting policies that have the most significant effect on amounts recognized in the financial statements is included in the going concern assessment (see note 1).

(d) Financial instruments

(i) Financial assets

The Company recognizes a financial asset when it becomes a party to the contractual provisions of the instrument. The Company classifies financial assets at initial recognition as financial assets: measured at amortized cost, measured at fair value through other comprehensive income or measured at fair value through profit or loss.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(d) Financial instruments (continued)

(i) Financial assets (continued)

Financial assets measured at amortized cost

A financial asset that meets both of the following conditions is classified as a financial asset measured at amortized cost.

- The Company's business model for such financial assets, is to hold the assets in order to collect contractual cash flows.
- The contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding.

A financial asset measured at amortized cost is initially recognized at fair value plus transaction costs directly attributable to the asset. After initial recognition, the carrying amount of the financial asset measured at amortized cost is determined using the effective interest method, net of impairment loss, if necessary.

Financial assets measured at fair value through other comprehensive income

A financial asset measured at fair value through other comprehensive income ("FVTOCI") is recognized initially at fair value plus transaction cost directly attributable to the asset. After initial recognition, the asset is measured at fair value with changes in fair value included as "financial asset at fair value through other comprehensive income" in other comprehensive income.

Fair value through profit or loss

A financial asset measured at fair value through profit or loss ("FVTPL") is recognized initially at fair value with any associated transaction costs being recognized in profit or loss when incurred. Subsequently, the financial asset is remeasured at fair value, and a gain or loss is recognized in profit or loss in the reporting period in which it arises.

The Company derecognizes a financial asset if the contractual rights to the cash flows from the asset expire, or the Company transfers substantially all the risks and rewards of ownership of the financial asset. Any interests in transferred financial assets that are created or retained by the Company are recognized as a separate asset or liability. Gains and losses on derecognition are generally recognized in the statement of income (loss). However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

(ii) Financial liabilities

The Company classifies its financial liabilities in the following categories:

Borrowings and other financial liabilities

Borrowings and other financial liabilities are non-derivatives and are recognized initially at fair value, net of transaction costs incurred, and are subsequently stated at amortized cost. Any difference between the amounts originally received, net of transaction costs, and the redemption value is recognized in profit or loss over the period to maturity using the effective interest method.

Borrowings and other financial liabilities are classified as current or non-current based on their maturity date. Financial liabilities include accounts payable and accrued liabilities.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(d) Financial instruments (continued)

(ii) Financial liabilities (continued)

The Company has made the following designations of its financial instruments:

Financial assets/liabilities	Classification
Cash and cash equivalents	FVTPL
Interest receivable	Amortized cost
Accounts payable and accrued liabilities	Amortized cost

(e) Cash and cash equivalents

Cash and cash equivalents include short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(f) Share-based payment transactions

Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest. The offset to the recorded cost is to share-based payments reserve.

Consideration received on the exercise of stock options is recorded as share capital and the related equity settled share-based payments reserve is transferred to share capital. Charges for options that are forfeited/cancelled before vesting are transferred from equity settled share-based payment reserve to deficit. Charges for options that are expired remain in equity settled share-based payment reserve.

Where the terms and conditions of options are modified before they vest, the changes in fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

(g) Share capital

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

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

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(h) Loss per share

Basic loss per share is calculated using the weighted average number of common shares outstanding, which includes shares held in escrow, during the period. The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on earnings per share is calculated presuming the exercise of outstanding options, warrants and similar instruments. It assumes that the proceeds of such exercise would be used to repurchase common shares at the average market price during the period. However, the calculation of diluted loss per share excludes the effects of various conversions and exercise of options that would be anti-dilutive.

(i) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income/loss.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current period and any adjustment to income taxes payable in respect of previous periods. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date. Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss in the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized.

(j) Initial application of standards, interpretations and amendments to standards and interpretations in the reporting period

The following standards are adopted during the year:

Amendments to IAS 1 – Classification of Liabilities as Current or Non-current.

The amendments to IAS 1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date.

These amendments are effective for reporting periods beginning on or after January 1, 2024. The adoption of these amendments did not have any significant impact on the Company and therefore the Company did not record any adjustments to the financial statements.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(k) New and amended IFRS standards not yet effective

Certain new accounting standards or interpretations have been published that are not mandatory for the current period and have not been early adopted. These standards and interpretations are not expected to have a material impact on the Company's financial statements, except for IFRS 18 "Presentation and Disclosure in Financial Statements".

IFRS 18 includes requirements for all entities applying IFRS for the presentation and disclosure of information in financial statements and has an effective date of January 1, 2027. The effects of the adoption of IFRS 18 on the Company's financial statements have not yet been determined.

3. RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

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

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Concentration of credit risk exists with respect to the Company's cash and cash equivalents and interest receivable, as all amounts are held at a single major Canadian financial institution. The Company's maximum exposure to credit risk, as at June 30, 2025, is the carrying value of its financial assets. Credit risk is minimized by ensuring that these financial assets are placed with a major Canadian financial institution with a strong investment-grade rating by a primary ratings agency, therefore in management's judgment, credit risk is low.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. At June 30, 2025, the Company has financial liabilities of \$211 and cash and cash equivalents of \$124,345 which is available to discharge these liabilities (June 30, 2024 – financial liabilities of \$452 and cash and cash equivalents of \$150,319). Accordingly, in management's judgment, liquidity risk is low.

There have been no changes in management's methods for managing liquidity risk during the years ended June 30, 2025 and 2024.

(c) Market risk

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

(d) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company deposits its cash and cash equivalents into demand accounts and guaranteed investment certificates with minimal interest rates. The Company is not exposed to significant interest rate risk.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

3. RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (continued)

(e) Fair value hierarchy

As at June 30, 2025, the Company held the following financial instruments measured at fair value: cash and cash equivalents (level 1). The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
- Level 3: Techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

During the year ended June 30, 2025, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements.

4. SHARE CAPITAL

(a) Authorized

The Company has authorized an unlimited number of common shares without par value. As at June 30, 2025, the Company had 4,300,000 common shares outstanding.

The movement in the Company's issued and outstanding capital during the periods is summarized in the statements of changes in equity.

(b) Escrow Securities

2,100,000 common shares that were issued and outstanding prior to the Company's initial public offering on February 10, 2022, have been deposited in escrow and upon the Company completing a Qualifying Transaction, the Exchange will issue a bulletin announcing the final acceptance, and 25% of the common shares held pursuant to the escrow agreement shall immediately be released. An additional 25% of the escrowed common shares will be released on each six-month anniversary thereafter.

(c) Stock Options

The Company has adopted an incentive stock option plan which provides that the board of directors of the Company may, from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, and consultants to the Company, non-transferable share options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company as at the date of grant of any share options, and the exercise period does not exceed 10 years from the date of grant.

The following is a summary of the Company's stock option transactions for the years ended June 30, 2025 and 2024:

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

4. SHARE CAPITAL (continued)

(c) Stock Options (continued)

	Number of Options	Weighted Average Exercise Price \$
Balance at June 30, 2024	410,000	0.10
Balance at June 30, 2025	410,000	0.10
Exercisable at June 30, 2025	410,000	0.10

	Number of Options	Weighted Average Exercise Price \$
Balance at June 30, 2023	610,000	0.10
Exercised*	(200,000)	0.10
Balance at June 30, 2024	410,000	0.10
Exercisable at June 30, 2024	410,000	0.10

* No more than 50% of the common shares issued on the exercise of the Agent's options may be sold prior to the completion of a Qualifying Transaction. The remaining 50% may be sold after the completion of a Qualifying Transaction.

Options outstanding as at June 30, 2025 are as follows:

Exercise Price	Number of shares Issuable on Exercise	Expiry Date
\$0.10	405,000	February 10, 2032
\$0.13	5,000	July 19, 2032
	410,000	

The weighted average fair value of stock options exercised during the year ended June 30, 2025 is \$Nil (June 30, 2024 - \$0.05).

The weighted average share price of stock options exercised at the date of exercise during the year ended June 30, 2025 is \$Nil (June 30, 2024 - \$0.16).

The weighted average contractual remaining life of stock options outstanding as at June 30, 2025 is 6.62 years (June 30, 2024 – 7.62 years).

5. RELATED PARTY TRANSACTIONS

Related parties include the Board of Directors, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

During the year ended June 30, 2025, \$258 was paid to Planet X Capital Corp. (a company with directors in common) for office and sundry expenditures incurred during the year ended June 30, 2025 (2024 - \$Nil).

6. CAPITAL MANAGEMENT

The Company is actively looking to acquire an interest in a business or assets, and this involves a high degree of risk. The Company has not determined whether it will be successful in its endeavours and does not generate cash flows from operations. The Company's primary source of funds comes from the issuance of capital stock. 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. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern.

Planet X II Capital Corp.

Notes to the Financial Statements

For the years ended June 30, 2025 and 2024

(Expressed in Canadian Dollars Unless Otherwise Noted)

6. CAPITAL MANAGEMENT (continued)

Capital requirements are driven by the Company's general operations. The Company is also subject to restrictions on capital as required by Policy 2.4 of the Exchange's Corporate Finance Manual. To effectively manage the Company's capital requirements, the Company monitors expenses and overhead to ensure costs and commitments are being paid. Since completion of the IPO, the proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, provided that:

(1) the Company may use the proceeds raised from the IPO to pay for:

- (a) reasonable expenses related to the IPO;
- (b) agents' and finders' fees, costs and commissions;
- (c) assurance and audit fees;
- (d) escrow agent and transfer agent fees; and
- (e) regulatory filing fees.

(2) the Company may incur general and administrative expenses in the aggregate of up to \$3,000 per month.

These restrictions may apply until completion of the Qualifying Transaction by the Company as pursuant to the policies of the Exchange. There have been no changes to the Company's approach to capital management during the year ended June 30, 2025.

7. INCOME TAXES

The recovery of income taxes shown in the statement of loss and comprehensive loss differs from the amounts obtained by applying statutory rates to the loss before provision for income taxes due to the following:

	2025	2024
	\$	\$
Loss before income taxes	(30,160)	(17,407)
Income tax (recovery) at statutory rate	(8,143)	(4,700)
Change in unrecognized tax benefits	8,143	4,700
Income tax recovery	-	-
Statutory tax rate	27.00%	27.00%

The significant components of the Company's temporary differences and unused tax losses have not been included on the statements of financial position are as follows:

	2025	2024
	\$	\$
Share issuance costs	20,292	40,584
Non-capital losses	180,078	129,626
	200,370	170,210

As at June 30, 2025, the Company has tax loss carry-forwards of approximately \$180,078 that may be available for tax purposes. The Company's non-capital losses expire as follows:

Expiry Date	\$
2041	3,043
2042	46,646
2043	42,238
2044	37,699
2045	50,452
	180,078