RIGHT SEASON INVESTMENTS CORP.

Condensed Interim Consolidated Financial Statements

For the six months ended December 31, 2024 and 2023

(Unaudited - Expressed in Canadian dollars unless otherwise stated)

NOTICE OF NO AUDITOR REVIEW OF THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of these 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 for the six months ended December 31, 2024 have been prepared by and are the responsibility of the Company's management and have not been reviewed by the Company's independent auditors.

RIGHT SEASON INVESTMENTS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT SEPTEMBER, 2024 AND JUNE 30, 2024
(UNAUDITED - EXPRESSED IN CANADIAN DOLLARS UNLESS OTHERWISE STATED)

	Notes	December 31, 2024	June 30, 2024
		$	$
ASSETS			
Current Assets			
Cash (overdraft)		(123,308)	178,368
Amounts receivable		81,051	62,885
Investments	6	3,764,860	5,340,080
		3,722,603	5,881,333
Non-current Assets			
Investments	6	326,898	326,898
Total assets		**4,049,501**	**5,908,231**
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	8	768,997	594,654
Deferred termination benefit		11,962	11,962
Loans payable	7	183,500	183,500
Total liabilities		**964,459**	**790,116**
EQUITY			
Share capital	9	22,643,078	22,607,378
Contributed surplus	9	2,457,181	2,457,181
Deficit		(21,988,812)	(19,920,039)
Total equity		**3,111,447**	**5,144,520**
Non-controlling interests	10	(26,405)	(26,405)
Total equity		**3,085,042**	**5,118,115**
Total liabilities and equity		**4,049,501**	**5,908,231**

Going concern (Note 1)
Commitments and contingencies (Note 14)

Approved and authorized by the Board of Directors:

"Sam Shahrokhi"
Director

"Tyler Lewis"
Director

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

RIGHT SEASON INVESTMENTS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE SIX MONTHS ENDED DECEMBER 31, 2024 AND 2023
(UNAUDITED - EXPRESSED IN CANADIAN DOLLARS UNLESS OTHERWISE STATED)

	Notes	Three months ended December 31, 2024	Three months ended December 31, 2023	Six months ended December 31, 2024	Six months ended December 31, 2023
		$	$	$	$
Expenses					
Consulting and management fees	8	120,000	304,289	247,842	508,300
General and administrative expenses		162	(7,931)	816	14,123
Professional fees		53,947	42,065	128,947	87,041
Transfer agent and filing fees		1,089	18,662	15,948	18,662
		(175,198)	(357,085)	(393,553)	(628,126)
Other (loss) income					
Bad debt expense	5	-	-	(10,424)	-
Gain on sale of investments		-	14,595	-	66,383
Fair value adjustment on investments, net	6	-	(1,618,399)	(1,675,220)	(3,110,053)
Other income		-	-	10,424	89,753
		-	(1,632,994)	(1,675,220)	(2,953,917)
Net income (loss) and comprehensive income (loss)		(175,198)	(1,990,079)	(2,068,773)	(3,582,043)
Net income (loss) and comprehensive income (loss) attributable to:					
Equity holders of the Company		(175,198)	(1,990,079)	(2,068,773)	(3,582,043)
Non-controlling interests		-	-	-	-
		(175,198)	(1,990,079)	(2,068,773)	(3,582,043)
Basic and diluted earnings (loss) per share		(0.08)	(0.88)	(0.91)	(0.70)
Weighted average number of common shares outstanding		2,300,129	2,262,945	2,273,692	2,262,587

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

RIGHT SEASON INVESTMENTS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SIX MONTHS ENDED DECEMBER 31, 2024 AND 2023
(UNAUDITED - EXPRESSED IN CANADIAN DOLLARS UNLESS OTHERWISE STATED)

	Number of Shares	Share Capital	Share-based Reserves	Deficit	Non-controlling interests	Total
	#	$	$	$	$	$
Balance, June 30, 2023	**2,262,290**	**22,603,878**	**2,457,181**	**(18,149,563)**	**(26,405)**	**6,885,091**
Shares issued from warrant exercises	666	3,500	-	-	-	3,500
Share consolidation adjustment	(15)	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(3,582,043)	-	(3,582,043)
Balance, December 31, 2023	**2,262,941**	**22,607,378**	**2,457,181**	**(21,731,606)**	**(26,405)**	**3,306,548**
Balance, June 30, 2024	**2,262,941**	**22,607,378**	**2,457,181**	**(19,920,039)**	**(26,405)**	**5,118,115**
Shares issued for debt settlement	37,188	35,700	-	-	-	35,700
Share consolidation adjustment	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(2,068,773)	-	(2,068,773)
Balance, December 31, 2024	**2,300,129**	**22,643,078**	**2,457,181**	**(21,988,812)**	**(26,405)**	**3,085,042**

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

RIGHT SEASON INVESTMENTS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED DECEMBER 31, 2024 AND 2023
(AUDITED - EXPRESSED IN CANADIAN DOLLARS UNLESS OTHERWISE STATED)

	Six Months Ended December 31, 2024	**Six Months Ended December 31, 2023**
	$	$
OPERATING ACTIVITIES		
Net loss for the year	(2,068,773)	(3,582,043)
Items not affecting cash:		
Fair value adjustment on investments	1,675,220	3,110,053
(Gain) on sale of investments	-	(66,383)
Bad debt expense	10,424	-
Other income	(10,424)	(89,753)
Changes in non-cash working capital items:		
Amounts receivable	(18,166)	(13,944)
Prepaid expenses and deposits	-	-
Accounts payable and accrued liabilities	-	40,250
	(201,676)	(601,820)
INVESTING ACTIVITIES		
Acquisition of investments	(100,000)	(95,000)
Proceeds from sale of investments	-	540,377
	(100,000)	445,377
Change in cash	(301,676)	(156,443)
Cash, beginning of the year	178,368	166,696
Cash (overdraft), end of the year	**(123,308)**	**10,253**
Supplemental cash flow disclosures		
Proceeds from warrant exercise netted against accounts payable	-	3,500

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

1. NATURE OF BUSINESS

Right Season Investments Corp. (formerly: Roadman Investments Corp.) (the "Company") was incorporated on September 12, 2007 under the laws of British Columbia, Canada. The Company maintains its head office and its registered office at Suite 800 - 1199 West Hastings Street, Vancouver, British Columbia, Canada, V6E 3T5. On December 28, 2022, the Company changed its name from Roadman Investments Corp. to Right Season Investments Corp. The common shares of the Company are listed for trading on the TSX Venture Exchange ("TSX-V") under the symbol "LITT".

The Company is focused on investing growth capital in private and public companies in a broad range of sectors including fintech, education, natural resources, healthcare, and consumer retail services.

On October 27, 2023, the Company consolidated its issued and outstanding common shares on the basis of seventy (70) pre-consolidation shares for every one (1) post-consolidation share. All shares, options, warrants, and per share amounts were adjusted to reflect the consolidation ratio and are presented in these condensed interim consolidated financial statements on a post-consolidation basis.

Going concern

These condensed interim consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, 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. The Company has incurred losses since inception and had an accumulated deficit of $21,988,812 as at December 31, 2024. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and settle the outstanding loans payable on reasonable terms, and/or to commence profitable operations in the future. Although the Company has been successful in raising funds in the past, there is no assurance that it will be able to obtain adequate financing when needed, or if available, the funding is at the acceptable terms. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements do not give effect to adjustments to the carrying value and classification of assets and liabilities and related expenses that would be necessary should the Company be unable to continue as a going concern and such adjustments could be material.

2. BASIS OF PREPARATION

Statement of compliance

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"), and in accordance with International Accounting Standard 34, *Interim Financial Reporting.*

These condensed interim consolidated financial statements were authorized for issue by the Audit Committee and approved and authorized for issue by the Board of Directors on February 28, 2025.

Basis of measurement

These condensed interim consolidated 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. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. These condensed interim consolidated financial statements are presented in Canadian dollars, which is the Company and its subsidiaries' functional currency. All financial information is expressed in Canadian dollars unless otherwise stated and have been rounded to the nearest dollar.

Basis of consolidation

These condensed interim consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control exists when the Company has (i) power over the investee, (ii) exposure, or rights to variable returns from its investment with the investee, and (iii) the ability to use its power over the investee to affect the amount of the investor's returns. The financial statements of subsidiaries are included in the condensed interim consolidated financial statements from the date that control commences until the date that control ceases. All inter-company transactions, balances, income, and expenses are eliminated on consolidation.

The Company owns 50.5% equity in Bellini Fine Art Inc. ("Bellini"), an entity incorporated on August 2, 2016 under the laws of British Columbia, Canada. Bellini is the general partner of Art Flow Through Limited Partnership ("Art Flow"), a limited partnership formed on September 21, 2016 under the British Columbia Partnership Act. Pursuant to the Limited Partnership Agreement dated September 21, 2016, the general partner has exclusive authority and responsibility to manage and control the business of the partnership and is liable for all the debts and losses of the partnership. Art Flow has a fiscal year-end of December 31. These condensed interim consolidated financial statements incorporate the accounts of Bellini and Art Flow as at December 31, 2024 and the operations of Bellini and Art Flow for the period from July 1, 2022 to December 31, 2024.

These condensed interim consolidated financial statements comprise the accounts of the Company and the following Canadian incorporated subsidiaries of the Company:

Entity	Percentage Ownership
Bellini Fine Art Inc.	50.5%
Art Flow Through Limited Partnership	Owned 50% by Bellini Fine Art Inc.
1137182 B.C. Ltd.	100%
1151555 B.C. Ltd.	100%
1151556 B.C. Ltd.	100%
1151559 B.C. Ltd.	100%
1151561 B.C. Ltd.	100%
Genesis Fintech Inc.	100%

Non-controlling interests in subsidiaries are identified separately in the Company's equity. Non-controlling interest consists of the non-controlling interest at the date of contribution plus the non-controlling interest's share of profit or loss and other comprehensive income or loss since inception, even if this results in the non-controlling interest having a deficit balance.

3. MATERIAL ACCOUNTING POLICIES

The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the audited financial statements for the year ended June 30, 2024. The accompanying unaudited condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended June 30, 2024.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of these condensed interim consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed interim consolidated financial statements and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These condensed interim consolidated financial statements include estimates which, 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.

Critical accounting estimates

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities. Critical areas requiring the use of management estimates include:

(i) The determination of the fair value of the Company's investments that are valued using inputs other than quoted prices are subject to estimation and judgement. Where the fair values of financial assets and financial liabilities recorded on the consolidated statements of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data are not available, estimation and judgement is required to establish fair values. In particular, significant estimates involved when assess fair value of investment in private entities. The fair value of an investment in a private company may be adjusted upward if:

- There has been a significant subsequent equity financing provided by outside investors at a valuation above the current value of the investee company. In these instances, the fair value of the investment is adjusted to the value at which that financing took place; or
- There has been significant corporate, political, operating or economic events affecting the investee company that, in management's opinion, have a positive impact on the investee company's prospects and, therefore, its fair value.

The fair value of an investment in a private company may be adjusted downward if:

- There has been a significant subsequent equity financing provided by outside investors, at a valuation below the current value of the investee company, in which case the fair value of the investment is set to the value at which that financing took place; or
- The investee company is placed into receivership or bankruptcy; or
- Based on financial information received from the investee company it is apparent to the Company that the investee company is unlikely to be able to continue as a going concern; or
- There has been significant corporate, political, operating or economic events affecting the investee company that, in management's opinion, have a negative impact on the investee company's prospects and, therefore, its fair value.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

Critical accounting judgments

Critical accounting judgements are accounting policies that have been identified as being complex or involving subject judgment or assessments. The most critical judgments that are applicable to the Company's condensed interim consolidated financial statements include:

(i) The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;

(ii) Valuation of investments; and

(iii) The fact that the Company is subject to claims and legal proceedings arising in the ordinary course of business activities. Management assesses the probability of a liability being payable as either remote, more than remote or probable. If the liability is considered to be less than probable, then the liability is not recorded and it is only disclosed as a contingent liability. For matters that are probable and can be reasonably estimated, the Company establishes provisions in its condensed interim consolidated financial statements (see Note 13).

5. LOANS RECEIVABLE

On June 28, 2024, the Company entered into a loan agreement with Core One Labs Inc. The loan agreement is for the provision of loans up to $300,000 in principal accruing interest at a rate of 15% per annum. As at June 30, 2024, the Company had provided a principal loan in the amount of $285,000 and recognized interest of $15,939. The CFO of Core One Labs Inc. is a director of a company that provides back-office services for the Company.

Prior to the agreement date in April and May 2024, the Company provided advances of $140,000 and $50,000, respectively, as subscriptions towards a private placement to be completed; however, further to assessment of development of milestones of Core One Labs Inc., the Company changed the arrangement into a loan agreement to realize economic value from the interest earned.

As at June 30, 2024, the Company evaluated the facts and circumstances with respect to the loan provided to Core One Labs Inc. in order to determine an expected credit loss for the loan receivable. Given its relatively poor financial condition management believes that Core One Labs Inc. does not have sufficient liquidity to discharge the outstanding loan provided by the Company. Additionally, Core One Labs Inc. will not be able to raise funds from private placements due to the stock being cease traded as of August 2, 2024 and does not have any existing relationships with creditors to secure additional financing via loans to continue to fund its operations. The Company has concluded that the Company's stock being cease traded as of August 2, 2024 indicates that the loan is uncollectible as at December 31, 2024.

In accordance with IFRS 9, *Financial Instruments*, the most likely scenario assessed by the Company is that Core One Labs Inc. will not be able to repay the loan receivable in a timely manner in the upcoming 12-month period. Accordingly, as at June 30, 2024 the Company has recognized an expected credit loss in the amount of $290,505, equal to the $285,000 principal provided and the $5,515 interest recognized on the loan. As at December 31, 2024 the Company has recognized $10,424 interest (September 30, 2023 - $Nil on the loan to arrive an expected credit loss in the amount of $300,939.

As at December 31, 2024, the Company had an outstanding loan due from CICINO Corporation totaling $685,000 (September 30, 2023 - $685,000). The carrying amount of the loan is recorded at $Nil (September 30, 2023 - $Nil) due to uncertainty with respect to the Company's ability to collect the loan amount.

(Unaudited - Expressed in Canadian Dollars)

6. INVESTMENTS

Investments are held at fair value. Investments in common shares of publicly traded companies and privately held companies are designated at fair value through profit or loss. The Company's investments are comprised of the following:

	Number of shares/Units Held	Investment Cost at December 31, 2024	Fair Value at June 30, 2023	Additions (disposition)	Fair value adjustment	Fair value at December 31, 2024
Public Companies						
Aurum Lake Mining Corp.	-	-	-	-	-	-
Bettermoo(d) Food Corporation	-	650,000	650,000	-	(650,000)	-
Blender Bites	123,799	378,769	160,939	-	(49,520)	$111,419
Golden Band Resources Inc	497,000	27,910	-	-	-	-
Grounded People Apparel Inc.	5,124,008	3,000,000	4,509,127	$100,000.00	(971,081)	$3,638,046
PDC Biological Health Group	2,329,850	139,496	-	-	-	-
Tamerlane Ventures Inc.	60,000	23,961	-	-	-	-
Safecoat Medical Inc.	153,950	9,938	$20,014	-	(4,619)	$15,395
Eight Solutions Inc.	5,000	4,510	-	-	-	-
DRS - 1254571 BC Ltd.	-	-	-	-	-	-
Atha Energy Corp.	-	-	-	-	-	-
Canpac Investments	118	-	-	-	-	-
Recharge Resources Ltd.		-	-	-	-	-
Subtotal		**4,234,584**	**5,340,080**	**100,0000**	**(1,675,220)**	**3,764,860**
Private Companies						
BoardSuite Corp.	400,000	200,000	-	-	-	-
Canadian Pressure Control Inc.	6,000,000	300,000	-	-	-	-
Cicino Corporation	925,000	92,500	-	-	-	-
Deserving Health International Corp.	78,992	19,748	-	-	-	-
Desource Mining Corp.	394,962	19,748	-	-	-	-
Element of Life Food & Beverage Company Inc.	640,000	32,000	-	-	-	-
L.B Agricultural Construction Ltd.	800,000	40,000	-	-	-	-
Lions Bay Holdings Inc.	500,000	25,000	-	-	-	-
Nexus Metals Corp.	1,445,451	143,656	-	-	-	-
Yaletown Energy Capital Corp.	394,962	-	-	-	-	-
Kahvegibikahve Gida Ve Ticaret Anonim Sirketi	841,026	295,720	295,720.00	-	-	$295,720.00
Onco-Innovation Inc.	2,000,000	31,176	31,176.48	-	-	$31,176.48
Pinmo Creative Technology LTD	1	15,000	-	-	-	-
A3comm Solutions Corp.	500,000	50,000	-	-	-	-
CLOV Biopharma	13,000,000	845,000	$1.00	-	-	$1.00
Hard Rock Lithium Corp.	40,000	2,310,000	$1.00	-	-	$1.00
Cicino Corporation	150,000	-	-	-	-	-
Subtotal		**4,449,548**	**326,898**	**-**	**-**	**326,898**
Investment in warrants	5,299,576	-	-	-	-	-
Balance, December 31, 2024		**8,645,132**	**5,666,978**	**100,000**	**1,675,220**	**4,091,758**

(Unaudited - Expressed in Canadian Dollars)

6. INVESTMENTS (continued)

	Number of shares/Units Held	Investment Cost at December 31, 2023	Fair Value at June 30, 2023	Additions (disposition)	Fair value adjustment	Fair value at December 31, 2023
Public Companies						
Aurum Lake Mining Corp.	10,000	1,000	1,100	-	-	1,100
AMG Acquisition Corp	-	-	-	-	-	-
Bettermoo(d) Food Corporation	691,854	2,315,000	1,902,601	-	(69,188)	1,833,413
Blender Bites	123,799	378,769	487,529	(44,215)	(96,676)	346,637
Golden Band Resources Inc	497,000	27,910	-	-	-	-
KP3993 Resources Inc.	-	-	-	-	-	-
Little Fish Acquisition I Corp.	-	-	-	-	-	-
Nexus Gold Corp.	-	-	-	-	-	-
Spey Resources Corp.	-	-	-	-	-	-
West Mining Corp.	-	-	-	-	-	-
Grounded People Apparel Inc.	4,811,508	2,750,000	4,330,357	-	1,299,107	3,031,250
PDC Biological Health Group	2,329,850	139,496	-	-	-	-
Tamerlane Ventures Inc.	60,000	23,961	-	-	-	-
Safecoat Medical Inc.	153,950	10,050	96,052	(4,026)	(56,618)	35,409
Eight Solutions Inc.	5,000	4,510	-	-	-	-
DRS - 1254571 BC Ltd.	50,000	34,000	168,568	(166,001)	(17,433)	20,000
Atha Energy Corp.	-	-	16,000	(8,000)	8,000	-
Canpac Investments	118	-	-	-	-	-
Forty Pillar Mining Crop.	-	-	-	-	-	-
Recharge Resources Ltd.	-	-	29,500	(50,000)	20,500	-
Subtotal	**8,733,079**	**5,684,696**	**7,031,707**	**(272,242)**	**1,491,656**	**5,267,809**
Private Companies						
BoardSuite Corp	400,000	$200,000	-	-	-	-
Canadian Pressure Control Inc.	6,000,000	$300,000	-	-	-	-
Cicino Corporation-Common Shares	925,000	$92,500	-	-	-	-
Deserving Health International Corp	78,992	$19,748	-	-	-	-
Desource Mining Corp	394,962	$19,748	-	-	-	-
Element of Life Food & Beverage Company Inc.	640,000	$32,000	-	-	-	-
L.B Agricultural Construction Ltd.	800,000	$40,000	-	-	-	-
Lions Bay Holdings Inc.	500,000	$25,000	-	-	-	-
Nexus Metals Corp.	1,445,451	$143,656	-	-	-	-
Yaletown Energy Capital Corp.	394,962	$-	-	-	-	-
Kahvegibikahve Gida Ve Ticaret Anonim Sirketi	841,026	$295,720	$295,720	-	-	$295,720
Onco-Innovation Inc.	-		-	-	-	-
Pinmo Creative Technology LTD	1	$15,000	-	-	-	-
A3comm Solutions Corp.	500,000	$50,000	-	-	-	-
CLOV Biopharma	13,000,000	$845,000	$1	-	-	$1.00
Hard Rock Lithium Corp.	40,000	$2,310,000	$1	-	-	$1.00
Cicino Corporation-Preferred Shares	150,000	$30,000	-	-	-	-
-Subtotal		**4,418,372**	**295,722**	**-**	**-**	**295,722**
Investment in warrants	4,987,076	-	-	-	-	-
Balance, June 30, 2024		**10,103,068**	**7,327,429**	**272,242**	**1,491,656**	**5,563,531**

6. INVESTMENTS (continued)

Public Companies

a) On August 23, 2023, the Company subscribed $95,000 to a non-brokered private placement in Blender Bites Limited for 31,667 common shares at a price of $3.00 per share. Each unit consists of one common share of the issuer and one common share purchase warrant with each warrant entitling the Company thereof to purchase one additional share of Blender Bites Limited at a price of $3.30 per warrant share expiring on August 23, 2028. During the year ended June 30, 2024, the Company disposed of 45,200 common shares for total proceeds of $158,677.

b) On July 5, 2023, the Company received 131,990 bonus shares from 1254571 BC Ltd which was subsequently acquired by Core One Labs Inc. upon the successful achievement of specified milestones. During the first quarter of fiscal year of 2024, the Company disposed of 537,579 common shares for total proceeds of $300,733. During the year ended June 30, 2024, the Company disposed of an additional 50,000 common shares for total proceeds of $19,405.

c) During the year ended June 30, 2024, the Company disposed of 800,000 common shares in Atha Energy Corp. for total proceeds of $32,610.

d) During the year ended June 30, 2024, the Company disposed of 64,350 common shares in Safecoat Medical Inc. which was subsequently acquired by ASEP Medical Holdings Inc. for total proceeds of $23,235.

e) During the year ended June 30, 2024, the Company disposed of 100,000 common shares in Recharge Resources Ltd. for total proceeds of $22,718.

f) On October 20, 2023, the Company subscribed $5,461 in Bettermoo(d) Food Corporation for 1,800 common shares from the public market at a price of $2.94 per share. On October 23, 2023, the Company subscribed $5,970 in Bettermoo(d) Food Corporation for 2,000 common shares from the public market at a price of $2.90 per share. On the same day, the Company subscribed additional $5,570 in Bettermoo(d) Food Corporation for another 2,000 common shares from the public market at a price of $2.70 per share. During the third quarter of fiscal year 2024, the Company disposed of 180,032 common shares for total proceeds of $576,183 and 128,968 common shares for total proceeds of $427,869. During the year ended June 30, 2024, the Company disposed of an additional 174,062 common shares for total proceeds of $331,075 and 214,592 common shares for total proceeds of $408,165. In addition, the Company subscribed $650,000 to a non-brokered private placement in Bettermoo(d) Food Corporation for 925,871 common shares and this private placement had not closed as at June 30, 2024 and was subsequently closed and the common shares were received on August 30, 2024.

g) On April 3, 2024, the Company subscribed $250,000 to a non-brokered private placement in Grounded People Apparel Inc. for 312,500 common shares at a price of $0.80 per share. Each unit consists of one common share of the issuer and one common share purchase warrant with each warrant entitling the Company thereof to purchase one additional share of Grounded People Apparel Inc. at a price of $1.00 per warrant share expiring on April 3, 2029.

h) During the year ended June 30, 2024, the Company disposed of 10,000 common shares in Aurum Lake Mining Corp. for total proceeds of $1,500.

i) During the six months ended December 31, 2024, the Company subscribed $100,000 to a non-brokered private placement in Grounded People Apparel for 166,667 units at a price of $0.60 per unit. Each unit consists of one common share of the issuer and one common share purchase warrant with each warrant entitling the Company thereof to purchase of additional share of Grounded People Apparel Inc. at a price of $0.75 per warrant, expiring 5 years from the date of issue.

6. INVESTMENTS (continued)

Private Companies

a) On March 23, 2024, the Company subscribed $2,941 to a private placement offering in Onco-Innovations Operations Inc. for 588,235 common shares at a price of $0.005 per share. On May 5, 2024, the Company subscribed another $28,235 to a private placement offering in Onco-Innovations Operations Inc. for 1,411,765 common shares at a price of $0.02 per share. On July 12, 2024, Onco-Innovations Operations Inc. was acquired by Onco-Innovations Limited to effect a business combination between the two entities with Onco-Innovation Operations Inc. as the RTO acquirer. Accordingly, the Company measures the fair value of its investment in this investee as at the last private placement completed by Onco-Innovation Operations Inc. at a price of $0.02 per share, resulting in the initial 588,235 common shares obtained at a price of $0.005 having increased from a fair value of $2,941 to $11,765, an increase of $8,824.

b) On April 17, 2023, the Company entered into an investment agreement with Kahvegibikahve Gida Ve Ticaret Anonim Sirketi ("Kahvegibikahve"), a company domiciled in Turkey. On May 8, 2023, the Company subscribed EUR 200,000 to a private placement offering in Kahvegibikahve for 841,026 common shares. This was valued at the CAD equivalent of $295,720 on May 8, 2023. During the year, the Company assessed that there were no changes in expectations, no significant changes in the market for packaged coffee product and global economic environment that would affect Kahvegibikahve's operations, no instances of fraud, commercial disputes, litigation in Kahvegibikahve`s management, nor changes in strategies identified. Accordingly, the Company determined that the fair value has been retained as of December 31, 2024.

(Unaudited - Expressed in Canadian Dollars)

7. LOANS PAYABLE

a) On November 24, 2016, Bellini entered into a loan agreement in the amount of $13,500 with a shareholder of Bellini. Interest will accrue on the principal amount at the rate of 5% per annum, payable quarterly. The overdue interest amount will be added to the principal balance and will bear interest at 5% per annum until paid in full. The loan matured on November 25, 2017. Bellini can pay in the form of Bellini's common shares for any debt and/or interest that the lender has called for payment under this agreement.

b) As at December 31, 2024, the Company has loans payable in the amount $170,000 from various arm's length third parties. The loans are non-interest bearing, unsecured and due on demand.

8. RELATED PARTY TRANSACTIONS

The Company's related parties include corporate entities over which it exercises significant influence, and key management personnel. Transactions with related parties for goods and services are made on normal commercial terms and are recorded at the exchange amount of consideration established and agreed by the related parties. The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

	December 31, 2024	June 30, 2024
	$	$
Consulting fees	60,000	175,000
Total	60,000	175,000

The Company's key management includes the CEO, CFO and directors. The total compensation earned by current and former key management for the period ended December 31, 2024, was $60,000 (December 31, 2024 - $65,000).

As at December 31, 2024, the Company has amounts owing to certain officers for remuneration totalling $110,750 (June 30, 2024 - $145,203) included in accounts payable and accrued liabilities. The amounts payable is non-interest bearing, unsecured and due on demand.

As at December 31, 2024, the Company holds investments in companies whereby there may be a related party relationship based on positions or investments held in investees by the Company's board of directors. The Company assesses these related party relationships and their impact on the investment, if any, and discloses this information in the condensed interim consolidated financial statements if they are pertinent.

9. SHARE CAPITAL

a) Authorized share capital

The Company is authorized to issue unlimited number of common shares without par value and unlimited number of non-voting, non-participating, non-cumulative preferred shares without par value issuable in series.

b) Issued share capital

<u>During the six months ended December 31, 2024:</u>

During the six months ended December 31, 2024, the Company issued 37,188 common shares to settle outstanding debt of $35,700.

<u>During the year ended June 30, 2024:</u>

During the year ended June 30, 2024, the Company issued 666 common shares pursuant to the exercise of warrants for proceeds of $3,500. The weighted average stock price on the date of exercise is equal to $5.25.

(Unaudited - Expressed in Canadian Dollars)

9. SHARE CAPITAL (continued)

c) Stock Options

The Company has a stock option plan under which it is authorized to grant options to executive officers and directors, employees, and consultants. The exercise price of any options granted under the stock option plan will be determined by the board of directors, in its sole discretion, but shall not be less than the closing price of the Company's common shares on the day preceding the day on which the directors grant such options, less any discount permitted by the TSX-V to a minimum of $0.05 per share. Under the plan, no more than (i) 5% of the issued shares may be granted to any one individual in any 12-month period; and (ii) no more that 2% of the issued shares may be granted to a consultant, or an employee performing investor relations activities, in any 12-month period. Disinterested shareholder approval must be obtained for (i) any reduction in the exercise price of an outstanding option, if the option holder is an insider; (ii) any grant of options to insiders, within a 12-month period, exceeding 10% of the Company's issued shares; and (iii) any grant of options to any one individual, within a 12-month period, exceeding 5% of the Company's issued shares. Options granted under the stock option plan may not be exercisable for a period longer than five years and the terms and conditions of vesting is determined by the board of directors. All options granted to consultants performing investor relations activities will vest in stages over 12 months with no more than one-quarter of the options vesting in any three-month period.

The Company did not grant any stock options during the period ended December 31, 2024.

Stock option transactions and the number of stock options outstanding are summarized as follows:

	December 31, 2024		June 30, 2024	
	Number of Options #	Weighted Average Exercise Price $	Number of Options #	Weighted Average Exercise Price $
Options outstanding, beginning	714	35.00	714	35.00
Options outstanding, ending	714	35.00	714	35.00

The following stock options were outstanding and exercisable at December 31, 2024:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Outstanding	Exercisable
January 7, 2026	1.02	$ 35.00	714	714
	1.02		714	714

(Unaudited - Expressed in Canadian Dollars)

9. SHARE CAPITAL (continued)

d) Warrants

Warrant transactions and the number of warrants outstanding are summarized as follows:

	December 31, 2024		June 30, 2024	
	Number of Warrants #	Weighted Average Exercise Price $	Number of Warrants #	Weighted Average Exercise Price $
Warrants outstanding, beginning	120,815	4.90	121,481	4.90
Exercised	-	-	(666)	5.25
Expired	(96,345)	5.25	-	-
Warrants outstanding, ending	24,470	3.50	120,815	4.90

The following warrants were outstanding and exercisable at December 31, 2024:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Outstanding	Exercisable
November 3, 2025	0.84	$ 3.50	24,470	24,470
	0.84		24,470	24,470

The Company applies the residual value method for warrants issued in a unit; however, the Company applies fair value method using the Black-Scholes option pricing model in accounting for its warrants granted independently. During the period ended December 31, 2024, Nil (year ended June 30, 2024 – Ni) warrants were issued with a fair value of $Nil (year ended June 30, 2024 - $Nil).

e) Agent Warrants

Agent warrant transactions and the number of warrants outstanding are summarized as follows:

	December 31, 2024		June 30, 2024	
	Number of Agent Warrants #	Weighted Average Exercise Price $	Number of Agent Warrants $	Weighted Average Exercise Price $
Warrants outstanding, beginning	36,633	5.18	36,633	5.18
Expired	(35,200)	5.25	-	-
Warrants outstanding, ending	1,433	3.50	36,633	5.18

The Company applies the residual value method for agent warrants issued in a unit; however, the Company applies fair value method using the Black-Scholes option pricing model in accounting for its agent warrants granted independently. During the period ended December 31, 2024, Nil (year ended June 30, 2022 - 36,633) agent warrants were issued with a fair value of $Nil (year ended June 30, 2023 - $104,000).

(Unaudited - Expressed in Canadian Dollars)

9. SHARE CAPITAL (continued)

e) Agent Warrants (continued)

The following agent warrants were outstanding and exercisable at December 31, 2024:

Expiry Date	Weighted Average Remaining Contractual Life in Years	Exercise Price	Outstanding	Exercisable
November 3, 2025	0.84	$ 3.50	1,433	1,433
	0.84		1,433	1,433

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for its stock options granted. The fair value of stock options issued was calculated using the following weighted average assumptions:

	Six Months Ended December 31, 2024	**Year ended June 30, 2024**
Expected life (years)	-	-
Risk-free interest rate	-	-
Annualized volatility*	-	-
Dividend yield	-	-
Stock price at issue date	-	-
Exercise price	-	-
Weighted average issue date fair value	-	-

*The share price volatility was determined based on the Company's historical volatility and comparable entities' historical volatility in share price.

(Unaudited - Expressed in Canadian Dollars)

10. NON-CONTROLLING INTERESTS

Non-controlling interests consist of 49.5% of the equity interest in Bellini and limited partner's interest in Art Flow. Within the 49.5% non-controlling interest, there are no parties with individually significant interests in Bellini that could impose restrictions on the Company's ability to access or use the assets and settle the liabilities of Bellini. During the period ended December 31, 2024, and 2023, no dividends were paid by Bellini to its non-controlling interests.

The continuity of the non-controlling interests is summarized below:

	$
Balance, June 30, 2024	(26,405)
Non-controlling interest's share of loss	-
December 31, 2024	(26,405)

The summarized consolidated financial information of Bellini is as follows:

	As at December 31, 2024	As at June 30, 2024
	$	$
Current assets	-	-
Current liabilities	84,093	84,093
Shareholder's deficiency	(84,093)	(84,093)

	Six months ended December 31, 2024	Period ended September 30, 2023
	$	$
Revenue	-	-
Net loss and comprehensive loss	-	-
Cash flow provided by (used) in operating activities	-	-

(Unaudited - Expressed in Canadian Dollars)

11. FINANCIAL INSTRUMENTS

Fair Value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy based on the degree to which the inputs used to determine the fair value are observable. The three levels of the fair value hierarchy are:

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

Financial instruments measured at fair value on the recurring basis are summarized in levels of fair value hierarchy as follows:

December 31, 2024	Level 1 $	Level 2 $	Level 3 $	Total $
Financial assets				
Cash	(123,308)	-	-	(123,308)
Investments	3,764,860	-	326,898	4,091,758

June 30, 2024	Level 1 $	Level 2 $	Level 3 $	Total $
Financial assets				
Cash	178,368	-	-	178,368
Investments	5,340,079	-	326,898	5,666,977

The following table presents the changes in recurring fair value measurements categorized at Level 3:

	Equity securities of private companies
June 30, 2022	$ 310,000
Fair value adjustment	(310,000)
Securities purchased	295,722
June 30, 2023	295,722
Securities purchased	31,176
June 30, 2024 and December 31, 2024	**$ 326,898**

Level 3 investments consist of equity instruments that cannot be supported by observable market data.

The carrying amount of financial assets and liabilities carried at amortized cost is a reasonable approximation of fair value due to the relatively short period to maturity of these financial instruments.

Risk management

The Company's financial instruments and risk exposures are summarized below.

Credit risk
Credit risk is the risk of potential loss to the Company if the counter party to a financial instrument fails to meet its contractual obligations. The Company's credit risk with respect to its cash is minimal as it is held with high-credit quality financial institutions. The Company's credit exposure to loan receivables from CICINO is equal to its carrying amount. The Company has reviewed the financial condition of CICINO and maintained a provision of $685,000 towards the loan as at December 31, 2024.

11. FINANCIAL INSTRUMENTS (continued)

Risk management (continued)

Credit risk (continued)
The Company has reviewed the financial conditions of Core One Labs Inc. and has recognized a provision of $300,939 towards the loan as at December 31, 2024.

The Company manages credit risk on its investments through thoughtful planning, strict investment selection criteria and significant due diligence of investment opportunities. Management and the Board of Directors review the financial condition of the investee companies regularly.

Liquidity risk
Liquidity risk is the risk that the Company will not meet its financial obligations as they fall due. The Company's financial liabilities include accounts payable and accrued liabilities and loan payables.

The Company generates cash flows primarily from equity financings, management fees and from the disposition of its investments. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings. The Company's investments focus on renewable energy, natural resources, chemicals, agriculture, and consumer retail services. These investments can at times be relatively illiquid, and if the Company decides to dispose of certain securities, it may not be able to do so at favorable prices at that time, or at all.

Market risk
Market risk is the risk of loss that may arise from changes in market factors such as market prices, foreign exchange rates and interest rates. The Company is exposed to market risk through its investments in equity securities, which it manages by developing a diversified portfolio of investments. The Company has established an investment committee to monitor its investment portfolio on an ongoing basis.

As at December 31, 2024, 92% (June 30, 2023 - 56%) of the investments were made up of investments in publicly-traded companies. If security market prices were higher or lower by 5% as at December 31, 2024, the carrying value of its investments and unrealized gains (losses) on investments would be increased or decreased by approximately $267,000 (June 30, 2023 - $297,000). The Company is exposed to foreign exchange rate and interest rate risks to the extent that cash is maintained at the financial institutions. The foreign exchange rate and interest rate risks on cash are not considered significant.

12. CAPITAL MANAGEMENT

The Company defines capital as all components of shareholders' equity. The Company's objectives when managing capital are:

(a) To ensure that the Company maintains the level of capital necessary to meet its operational requirements;
(b) To allow the Company to respond to changes in economic and/or marketplace conditions by maintaining is ability to purchase new investments;
(c) To create sustained growth in shareholder value by increasing shareholders' equity and minimizing shareholder dilution; and
(d) To maintain a flexible capital structure which optimizes the cost of capital at acceptable levels of risk.

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of its underlying assets. The Company maintains or adjusts its capital level to meet its objectives, by realizing proceeds from the disposition of its investments and raising funds through equity financings. There were no changes in the Company's approach to capital management during the period ended December 31, 2024. The Company is not subject to externally imposed capital requirements.

13. OPERATING SEGMENTS

The Company conducts its business as a single operating segment with a focus on investing growth capital in private and public companies in a broad range of sectors. Substantially all of the Company's assets and liabilities are held in Canada and as such the Company only has one reporting segment.

14. COMMITMENTS AND CONTINGENCIES

a. From time to time, the Company is engaged in various legal proceedings and claims that have arisen in the normal course of business. The outcome of all the proceedings and claims against the Company is subject to future resolution, including the uncertainties of litigation. Management believes that the probable ultimate resolution of any such proceedings and claims, individually or in the aggregate, will not have a material adverse effect on the financial condition of the Company.

b. From time to time, the Company enters into contracts for services in the normal course of operations. The Company’s current contractual commitments vary in terms and can be terminated upon sufficient notice.