Buzz Capital 2 Inc.
(A Capital Pool Company)

Unaudited Consolidated Interim Financial Statements

For the Three and Nine Months Ended September 30, 2023 and 2022
(In Canadian Dollars)

Notice of No Auditor Review of the Interim Financial Statements

The accompanying unaudited condensed interim financial statements of the Corporation have been prepared by and are the responsibility of the Corporation's management. The Corporation's independent auditor has not performed a review of these financial statements in accordance with standards established by the CPA Canada for a review of interim financial statements by an entity's auditor.

Buzz Capital 2 Inc.
Unaudited Consolidated Interim Statements of Financial Position
As at September 30, 2023 and December 31, 2022
(in Canadian Dollars)

As at		**September 30, 2023**		December 31, 2022
Current assets				
Cash held in trust	**$**	**110,656**	$	199,588
Prepaid expenses		**20,184**		12,339
Total assets	**$**	**130,839**	$	211,927
Current Liabilities				
Accrued liabilities	**$**	**-**	$	25,499
Total current liabilities		**-**		25,499
Shareholders' Equity				
Share capital, net of issuance costs (Note 3)		**524,919**		524,919
Contributed surplus		**82,949**		82,949
Accumulated deficit		**(477,028)**		(421,440)
		130,839		186,428
	$	**130,839**	$	211,927

Subsequent Events – Note 6

Approved by the Board **Patrick Lalonde** Director **(Signed)** **Chuck Rifici** Director **(Signed)**

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

Buzz Capital 2 Inc.

Unaudited Consolidated Interim Statements of Loss and Comprehensive Loss
For the Three and Nine Months Ended September 30, 2023 and 2022
(in Canadian Dollars)

	Three month period ended September 30, 2023	Three month period ended September 30, 2022	**Nine month period ended September 30, 2023**	Nine month period ended September 30, 2022
Expenses				
Professional Fees	**$ 3,531**	$ 3,521	**$ 12,259**	$ 38,776
Listing fees	**13,406**	10,822	**43,330**	29,098
	$ 16,937	$ 14,343	**$ 55,589**	$ 67,874
Reimbursed expenses	**$ -**	$ -	**$ -**	$ 48,500
Net loss and comprehensive loss	**$ (16,937)**	$ (14,343)	**$ (55,589)**	$ (19,374)
Net loss per share (basic and diluted)	**$ (0.00)**	$ (0.00)	**$ (0.01)**	$ (0.00)
Weighted average number of shares outstanding (basic and diluted)	**4,220,000**	4,220,000	**4,220,000**	4,220,000

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

Buzz Capital 2 Inc.

Unaudited Consolidated Interim Statements of Changes in Cash Flows
For Nine Months Ended September 30, 2023 and 2022
(in Canadian Dollars)

		For the nine months ended September 30, 2023		For the nine months ended September 30, 2022
Cash provided by (used in)				
Operating				
Net loss for the period	**$**	**(55,589)**	$	(19,374)
Change in prepaid expenses		**(7,894)**		(19,583)
Change in accrued liabilities		**(25,499)**		(45,593)
Cash used in operating activities		**(88,933)**		(82,550)
Net change in cash		**(88,933)**		(82,550)
Cash, beginning of period	**$**	**199,588**	$	285,795
Cash, end of period	**$**	**110,656**	$	203,245

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

Buzz Capital 2 Inc.
Unaudited Consolidated Interim Statements of Changes in Shareholders' Equity
For the Nine Months Ended September 30, 2023 and 2022
(in Canadian Dollars)

	Number of Shares	Share Capital	Contributed surplus	Accumulated Deficit	Shareholders' Equity
Balance, January 1, 2022	8,220,000	$ 524,919	$82,949	$ (362,345)	$ 245,523
Net loss for the period	-	-	-	(19,374)	(19,374)
Balance, September 30, 2022	**8,220,000**	**$ 524,919**	**$82,949**	**$ (381,719)**	**$226,149**

	Number of Shares	Share Capital	Contributed surplus	Accumulated Deficit	Shareholders' Equity
Balance, January 1, 2023	8,220,000	$ 524,919	$82,949	$ (421,440)	$ 186,428
Net loss for the period	-	-	-	(55,589)	(55,589)
Balance, September 30, 2023	**8,220,000**	**$ 524,919**	**$82,949**	**$ (477,028)**	**$130,839**

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

1. INCORPORATION AND NATURE OF BUSINESS

Buzz Capital 2 Inc. (the "Corporation") was incorporated under the Canada Business Corporations Act on May 8, 2018 and is a Capital Pool Company as defined in the Policy 2.4 of the TSX Venture Exchange (the “Exchange”). The principal business of the Corporation is the identification and evaluation of assets or businesses with a view to completing a Qualifying Transaction ("QT"). The Corporation has not commenced commercial operations and has no assets other than cash held in trust and prepaid expenses. Given the nature of the activities, no separate segmented information is reported. The Corporation’s continuing operations, as intended, are dependent on its ability to secure equity financing with which it intends to identify and evaluate potential acquisitions of businesses, and once identified and evaluated, to negotiate an acquisition thereof or participation therein subject to receipt of regulatory and, if required, shareholders’ approval.

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, with the exception that up to $3,000 per month may be used for reasonable general and administrative expenses of the Corporation. These restrictions apply until completion of a QT.

On November 10, 2020, the Corporation was suspended from trading by the Exchange for failing to complete a QT within 24 months from the date of listing. On May 21, 2021, the Corporation held an Annual and Special Meeting of Shareholders where disinterested shareholders approved the removal of the consequences of the Corporation failing to complete a Qualifying Transaction within 24 months of its initial public offering, in accordance with certain changes to Policy 2.4 – Capital Pool Companies. Effective September 13, 2021, the securities of the Corporation were reinstated for trading.

The global outbreak of COVID-19 (coronavirus) has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. At this time, it is unknown the extent of the impact the COVID-19 outbreak may have on the Corporation as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease, and the duration of the outbreak, including the duration of travel restrictions, business closures or disruptions, and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus.

The head office and the registered head office of the Corporation is located at 116 Albert Street, Suites 300, Ottawa, Ontario, K1P 5G3.

On November 24, 2023 the Board of Directors approved the unaudited condensed interim financial statements for the three and nine months ended September 30, 2023 and 2022.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These unaudited interim condensed financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34 'Interim Financial Reporting' ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These unaudited condensed interim financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable, by the measurement at fair value of selected non-current assets, financial assets, and financial liabilities. These unaudited condensed interim financial statements are presented in Canadian dollars, which is the corporation's functional and presentation currency.

The accounting policies applied by the Corporation in these Unaudited Consolidated Interim Financial Statements are the same as those applied by the Corporation in audited financial statements for the year ended December 31, 2022 and 2021.

3. SHARE CAPITAL

Authorized

Unlimited common shares

Issued	#	$
4,000,000 common shares (i)	4,000,000	$ 200,000
4,200,000 common shares (ii)	4,200,000	420,000
Cost of issuance-cash	-	(75,814)
Cost of issuance-share based payment	-	(22,331)
Exercise of Agent Warrants (iii)	20,000	3,064
Balance, December 31, 2021, 2022 and September 30, 2023	8,220,000	$ 524,919

(i) Escrowed Shares

During the period ended December 31, 2018, the Corporation issued 4,000,000 common shares at $0.05 per share for total proceeds of $200,000 and incurred $2,750 of share issuance costs related to this issuance. These shares were deposited in escrow pursuant to the requirements of the Exchange.

All common shares of the Corporation acquired in the secondary market prior to the completion of a Qualifying Transaction by a Control Person, as defined in the policies of the Exchange, are required to be deposited in escrow. Subject to certain permitted exemptions, all securities of the Corporation held by principals of the resulting issuer will also be subject to escrow.

All common shares acquired on exercise of stock options granted to directors and officer prior to the completion of a Qualifying Transaction, must also be deposited in escrow until the final exchange bulletin is issued.

(in Canadian Dollars)

3. SHARE CAPITAL

(ii) Initial Public Offering

On November 6, 2018, the Corporation completed its Initial Public Offering ("IPO") of 4,200,000 common shares at $0.10 per share ($420,000). The Corporation paid a commission of 10% of gross proceeds to Haywood Securities Inc. (the "Agent") and granted the Agent warrants to acquire 10% of the common shares issued in the offering exercisable for a period ending twenty-four months from the date the Corporation's Common Shares are listed on the TSX Venture Exchange, exercisable at $0.10 per share.

The Corporation also paid a corporate finance fee and reimbursed the Agent for legal fees and other reasonable expenses incurred pursuant to the Offering. Cash issuance costs of $73,064 were associated with these issuances and the value attributed warrants granted to the Agent is $22,331. During the year ended December 31, 2018, the agent exercised 20,000 Agent Warrants at an exercise price of $0.10 for gross proceeds of $2,000. The value attributed to these warrants is $1,064.

(iii) Options

The Corporation has established a stock option plan for its directors, officers and consultants under which the Corporation may grant options from time to time to acquire a maximum of 10% of the issued and outstanding common shares. The exercise price of each option granted under the plan shall be determined by the Board of Directors.

Options may be granted for a maximum term of five years from the date of the grant. They are non-transferable and are exercisable as determined by the Directors when the option is granted. Options expire within 90 days of termination of employment or holding office as director or officer of the Corporation and, in the case of death, expire within a maximum period of one year after such death, subject to the expiry date of the option.

Any shares issued upon exercise of the options prior to the Corporation entering into a Qualifying Transaction will be subject to escrow restrictions. The stock option plan has been approved by the Exchange.

The following table reflects the continuity of stock options and warrants:

	Number of Stock Options and warrants	Weighted Average Exercise Price ($)
May 8, 2018	-	-
Granted to Agent (i)	420,000	$0.10
Granted to directors and officers (ii)	820,000	$0.10
Exercise of Agent Warrants (iii)	(20,000)	($0.10)
Expiration of agents warrants (iv)	(400,000)	$(0.10)
Balance, December 31, 2021, 2022 and September 30, 2023	**820,000**	**$0.10**

i. On November 6, 2018, the Corporation granted 420,000 warrants to the Agent, which are exercisable within two years from the date of grant at an exercise price of $0.10 per share. These warrants were valued on the date of issue using the Black-Scholes option pricing model with the following assumptions: dividend yield 0%, risk-free interest rate of 2.35%, expected volatility of 100% and an expected life of two years. The value attributed to these warrants was $22,331.

(in Canadian Dollars)

3. SHARE CAPITAL (Cont'd)

(iii) Options – continued

ii. On November 6, 2018, the Corporation granted 820,000 options to directors and officers, which are exercisable within five years from the date of grant at an exercise price of $0.10 per share. These options were valued on the date of issue using the Black-Scholes option pricing model with the following assumptions: dividend yield 0%, risk-free interest rate of 2.45%, expected volatility of 100% and an expected life of five years. The value attributed to these options was $61,682.

iii. In the period ended December 31, 2018, the Agent exercised 20,000 agent warrants at an exercise price of $0.10 for total proceeds of $2,000. The value attributed to these warrants was $1,064.

iv. On November 6, 2020, a total of 400,000 agent warrants expired unexercised.

The following table reflects the actual options and warrants issued and outstanding as of September 30, 2023:

Expiry Date	Exercise Price	Weighted Average Remaining Contractual Life (years)	Number of Options and Warrants Outstanding	Number of Options and Warrants Vested (Exercisable)
November 6, 2023	$0.10	0.10	820,000	820,000

4. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Capital Management

The Corporation's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

The Corporation includes equity, comprised of share capital and deficit, in the definition of capital.

The Corporation's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the identification and evaluation of potential acquisitions. To secure the additional capital necessary to pursue these plans, the Corporation may attempt to raise additional funds through the issuance of equity or by securing strategic partners.

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment, with the exception that up to $3,000 per month may be used for reasonable general and administrative expenses of the Corporation. These restrictions apply until completion of a QT.

Risk Disclosures and Fair Values

The Corporation's financial instruments, consisting of cash held in trust and accrued liabilities approximate fair value due to the relatively short-term maturity of the instruments. It is management's opinion that the Corporation is not exposed to significant interest, currency or credit risks arising from these financial instruments.

5. RELATED PARTY TRANSACTIONS

There was no remuneration paid to key management personnel during the three and nine months ended September 30, 2023 and 2022 and no related party transactions have occurred during these periods.

6. QUALIFYING TRANSACTION

On December 15, 2021, the Corporation entered into a business combination agreement (the "BCA") with Heliene Inc. and 1000047668 Ontario Inc., a wholly-owned subsidiary of the Corporation. In connection with the proposed business combination, the transaction is intended to constitute the Corporation's Qualifying Transaction. On February 28, 2022, the Corporation entered into an amendment to the BCA extending the outside date of the proposed business combination to March 31, 2022. On April 18, 2022, the Corporation entered into a second amendment to the BCA extending the outside date of the proposed business combination to October 31, 2022 and Heliene Inc. agreed to reimburse $50,000 to the Corporation for expenses incurred to date in connection with the proposed business combination. On November 4, 2022, Heliene advised the Corporation that it would not be proceeding with the proposed business combination and elected to terminate in accordance with provisions in the BCA.