Castlebar Capital Corp.

Financial Statements

For the Year Ended December 31, 2025

(Expressed in Canadian Dollars)

Independent Auditor's Report

To the Shareholders of Castlebar Capital Corp.

Opinion

We have audited the financial statements of Castlebar Capital Corp. (the "Company"), which comprise the statements of financial position as at December 31, 2025 and 2024, and the statements of operations and comprehensive loss, changes in shareholders' deficit and cash flows for the years then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and 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 events and conditions that indicate the existence of a material uncertainty which may cast significant doubt about 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.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in 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 Management’s Discussion and Analysis prior to the date of this auditor’s report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. 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 Otto Ehinger.

DMCL LLP

DMCL LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC

April 29, 2026

Castlebar Capital Corp.
Statements of Financial Position
(Expressed in Canadian Dollars)

As at		December 31, 2025		December 31, 2024
ASSETS				
Current asset				
Cash	$	599	$	32,789
GST receivable		8,708		8,708
TOTAL ASSETS	$	9,307	$	41,497
LIABILITIES				
Current liabilities				
Accounts payable (Note 4)	$	167,583	$	157,107
Accrued liabilities		23,561		15,000
TOTAL LIABILITIES		191,144		172,107
SHAREHOLDERS' DEFICIT				
Share capital (Note 3)		444,536		444,536
Share-based payment reserves (Note 3)		20,873		20,873
Deficit		(647,246)		(596,019)
TOTAL SHAREHOLDERS' DEFICIT		(181,837)		(130,610)
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIT	$	9,307	$	41,497

Nature of and Continuance of Operations and Going Concern (Note 1)
Subsequent Events (Note 8)

Approved on behalf of the Board on April 29, 2026:

"Gerald Kelly"
Gerald Kelly, Director

"Robert Meister"
Robert Meister, Director

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

Castlebar Capital Corp.
Statements of Operations and Comprehensive Loss
(Expressed in Canadian Dollars)

	Year Ended December 31, 2025	Year Ended December 31, 2024
EXPENSES		
Advertising and promotion	$ -	$ 3,802
Consulting (Note 4)	12,600	19,620
Filing and transfer agent fees	11,029	27,636
Insurance	-	12,500
Office and miscellaneous	679	1,054
Professional fees (Note 4)	26,919	131,890
Total expenses	51,227	196,502
Net and comprehensive loss for the year	$ (51,227)	$ (196,502)
Loss per common share – basic and diluted	$ (0.01)	$ (0.05)
Weighted average number of common shares outstanding – basic and diluted	3,849,908	3,575,810

Castlebar Capital Corp.
Statements of Changes in Shareholders' Deficit
(Expressed in Canadian Dollars)

	Number of Outstanding Shares	Share Capital	Share Based Payment Reserves	Accumulated Deficit	Total Shareholders' Deficit
Balance December 31, 2023	2,329,908	$ 309,669	$ 20,873	$ (399,517)	$ (68,975)
Common shares issued for cash (Note 3)	1,520,000	152,000	-	-	152,000
Share issuance costs (Note 3)	-	(17,133)	-	-	(17,133)
Net and comprehensive loss for the year	-	-	-	(196,502)	(196,502)
Balance December 31, 2024	**3,849,908**	**444,536**	**20,873**	**(596,019)**	**(130,610)**
Net and comprehensive loss for the year	-	-	-	(51,227)	(51,227)
Balance December 31, 2025	**3,849,908**	**$ 444,536**	**$ 20,873**	**$ (647,246)**	**$ (181,837)**

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

Castlebar Capital Corp.
Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year Ended December 31, 2025	Year Ended December 31, 2024
Cash used in operating activities		
Net loss for the year	$ (51,227)	$ (196,502)
Changes in non-cash working capital balances		
GST receivable	-	(8,708)
Accounts payable	10,476	101,536
Accrued liabilities	8,561	50
Net cash used in operating activities	**(32,190)**	**(103,624)**
Cash provided by financing activities		
Shares issued for cash	-	152,000
Share issuance costs	-	(17,133)
Net cash provided by financing activities	**-**	**134,867**
Change in cash	(32,190)	31,243
Cash, beginning of year	32,789	1,546
Cash, end of the year	**$ 599**	**$ 32,789**

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

1. Nature and Continuance of Operations and Going Concern

Castlebar Capital Corp. (the "Company") was incorporated in the Province of British Columbia on September 20, 2018. The Company's registered and records office is Suite 600 – 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7.

The Company was formed for the primary purpose of completing an Initial Public Offering ("IPO") on the TSX Venture Exchange ("Exchange") as a Capital Pool Company ("CPC") as defined in Policy 2.4 of the Exchange. As a CPC, the Company's principal business would be to identify, evaluate and acquire assets, properties or businesses which would constitute a qualifying transaction in accordance with Policy 2.4 of the Exchange ("Qualifying Transaction"). Such a transaction will be subject to shareholder and regulatory approval. Until completion of the Qualifying Transaction, the Company will not carry on any business other than the identification and evaluation of businesses or assets with a view to completing a potential Qualifying Transaction.

As a Capital Pool Company, subject to certain exceptions, the proceeds raised by the Company from the issuance of share capital may only be used to identify and evaluate assets or businesses for future investment. These restrictions apply until the completion of a Qualifying Transaction by the Company as defined under the policies of the Exchange.

On June 7, 2024, the Company entered into an option agreement (the "Option Agreement") with Mosaic Minerals Corporation ("Mosaic"). Pursuant to the Option Agreement, the Company will be granted an option to acquire (the "Transaction") up to a 100% interest in the Lichen Property (the "Lichen Property"). The Lichen Property consists of 282 claims. The Transaction was intended to be the Company's Qualifying Transaction. On November 29, 2024, the Company announced that the Option Agreement had been terminated and the Transaction will not proceed.

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. The Company's continuation as a going concern is dependent on its ability to generate future cash flows and/or obtain additional financing. 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. Management intends to finance operating costs over the next twelve months with cash on hand, loans from directors and companies controlled by directors and/or private placements of common stock. There is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern and such adjustments could be material.

2. Material accounting policy information

(a) Statement of Compliance to International Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

2. Material accounting policy information (continued)

(b) Basis of Preparation

The financial statements have been prepared on an accrual basis and are based on historical costs modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted. The policies set out below were consistently applied to all periods presented unless otherwise noted.

(c) Use of Estimates and Assumptions

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include fair value measurements for financial instruments, and the recoverability and measurement of deferred tax assets.

(d) Significant Judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applied in the Company's financial statements include:

- 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.

(e) Financial Instruments

(i) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

2. Material accounting policy information (continued)

(e) Financial Instruments (continued)

The following table summarizes the classification under IFRS 9 for each financial instrument:

Financial assets/liabilities	**Classification**
Cash	FVTPL
Accounts payable	Amortized cost

(ii) Measurement

Financial assets and liabilities at amortized cost
Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL
Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of operations and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of operations and comprehensive loss in the period in which they arise.

(iii) Derecognition

Financial assets
The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity.

Financial liabilities
The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

(f) Income Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2. Material accounting policy information (continued)

(f) Income Taxes (continued)

Deferred income tax

Deferred income tax is provided using the asset and liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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 profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

(g) Loss Per Share

Basic loss per share is calculated by dividing loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the reporting period. Diluted loss per share is determined by adjusting the weighted average number of common shares outstanding for the effects of all dilutive potential common shares.

(h) Accounting standards issued but not yet effective

IFRS 18 Presentation and Disclosure in Financial Statements

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements, except for IFRS 18 "Presentation and Disclosure in Financial Statements".

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements ("IFRS 18") which replaces IAS 1 Presentation of Financial Statements. This standard aims to improve how companies communicate in their financial statements, with a focus on information about financial performance in the statement of profit or loss, in particular additional defined subtotals, disclosures about management-defined performance measures and new principles for aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to the requirements in IAS 7 Statement of Cash Flows. IFRS 18 is effective from January 1, 2027. Companies are permitted to apply IFRS 18 before that date. The Company is currently assessing the impact the new standard will have on its consolidated financial statements.

3. Share Capital

(a) Authorized

The Company has authorized an unlimited number of common shares with no par value.

(Expressed in Canadian Dollars)

3. Share Capital (continued)

(b) Issued Share Capital

The Company has a total of 3,849,908 common shares issued and outstanding at December 31, 2025 (December 31, 2024 – 3,849,908).

On March 6, 2024, the Company issued 1,520,000 common shares at a price of $0.10 per share for gross cash proceeds of $152,000. The Company incurred share issuance costs of $17,133 related to this issuance.

(c) Warrants

The Company has no warrants outstanding.

(d) Stock Options

The Company has a stock option plan whereby the Company is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common shares of the Company. Under the plan, the exercise price of each option will not be less than the discounted market price of the common shares as permitted by the Exchange policies, and provided that, if the Company is a CPC, the option price shall not be lower than the IPO share price. The options can be granted for a maximum term of 10 years.

During the year ended December 31, 2025, 47,500 options were forfeited.

During the year ended December 31, 2024, 37,500 options were forfeited

The following table summarizes information about stock options outstanding and exercisable at December 31, 2025:

Number of Shares	Exercise Price	Expiry Date
115,000	$0.20	June 26, 2029

The weighted average remaining life of the stock options is 3.49 years.

(e) Share-based Payment Reserve

The share-based payment reserve records items recognized as stock-based compensation expense until such time that the stock options and warrants are exercised, at which time the corresponding amount will be transferred to share capital.

(f) Escrow shares

As at December 31, 2025, 1,506,000 shares are held in escrow (December 31, 2024 - 1,506,000). The escrow shares will be released 25% on the date of completion of the Qualifying Transaction and 25% every 6 months thereafter.

(Expressed in Canadian Dollars)

4. Related Party Transactions

As at December 31, 2025, accounts payable included $51,680 (2024: $34,906) due to related parties. These amounts are unsecured and non-interest bearing.

The Chief Executive Officer, Chief Financial Officer, and directors are key management of the Company.

During the year ended December 31, 2025, the Company:

- paid or accrued professional fees of $12,600 (2024: $12,250) to a company controlled by the Chief Financial Officer of the Company; and
- paid or accrued consulting fees of $Nil (2024: $3,390) to the former Chief Executive Officer of the Company.

During the year ended December 31, 2024, the former Chief Executive Officer of the Company purchased 200,000 common shares for $20,000.

5. Income Taxes

The provision for tax differs from that expected by applying a combined Canadian effective income tax rate of 27% as follows:

	December 31, 2025	December 31, 2024
Loss before income tax	$ (51,227)	$ (196,502)
Statutory tax rate	27 %	27 %
Expected tax expense (recovery)	(13,831)	(53,056)
Effect of share issuance costs not recognized	-	(4,626)
True up of non-capital losses	-	1,264
Deferred tax benefits not recognized	13,831	56,418
	$ -	$ -

The Company has the following deductible temporal differences for which no deferred tax asset has been recognized:

	December 31, 2025	December 31, 2024
Non-capital losses	$ 162,819	$ 148,062
Share issuance costs	2,775	3,701
Resource pools	8,939	8,939
	$ 174,533	$ 160,702

At December 31, 2025, the Company has approximately $603,030 in non-capital losses that expire between 2038 and 2045, and resource pools of $33,109 which do not expire.

6. Financial Instruments

(a) Categories of Financial Instruments and Fair Value Measurements

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

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

The fair value of the Company's financial instruments approximates their carrying amount due to their short-term maturities. The fair value of cash was determined based on Level 1 quoted prices.

(b) Management of Financial Risks

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

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. The Company's primary exposure to credit risk is on its cash. The Company manages its credit risk relating to cash through the use of a major financial institution which has a high credit quality as determined by rating agencies. The Company assessed credit risk as low.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's liquidity and operating results may be adversely affected if its access to the capital markets are hindered. The Company has no source of revenue and has obligations to meet its administrative overheads and to settle amounts payable to its creditors. The Company has been successful in raising equity financing; however, there is no assurance that it will be able to do so in the future. The Company assesses liquidity risk as high.

Foreign Exchange Risk

Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. The Company is not exposed to foreign exchange risk.

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 is not exposed to interest rate risk.

7. Capital Management

The Company defines its capital as working capital and shareholders' equity. The Company manages its capital structure and makes adjustments to it based on the funds available to the Company in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company is dependent upon external financing. In order to carry out future activities and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the year.

8. Subsequent Events

On February 25, 2026, the Company issued 1,500,000 common shares at a price of $0.10 per share for gross cash proceeds of $150,000.

The Company entered into a letter of intent dated December 18, 2025, and effective on March 16, 2026 (the "LOI") with Blockgration Holdings Inc. ("Blockgration") (together, the "Parties"), which outlines the general terms and conditions pursuant to which the Parties would be willing to complete a transaction that will result in a reverse take-over of the Company by the shareholders of Blockgration (the "Transaction"). Pursuant to the LOI, the Company will acquire all of the outstanding securities of Blockgration. The Transaction is intended to be the Company's Qualifying Transaction for purposes of the Exchange's CPC program. The transaction is subject to a definitive agreement to be signed by the Parties and approval of the Exchange.