

LEFT FIELD CAPITAL CORP.

CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED)

For the nine months ended September 30, 2024

(Expressed in Canadian Dollars)

NOTICE TO READER

National Instrument 51-102, Part 4, subsection 4.3 (3) (a) requires that if interim financial statements have not been reviewed by an auditor, a statement to this fact must accompany the interim financial statements.

The accompanying unaudited condensed interim financial statements of Left Field Capital Corp. (the “Company”) for the nine months ended September 30, 2024 have been prepared by and are the responsibility of the Company’s management. The Company’s independent auditor has not performed a review of these condensed interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim financial statements by an entity’s auditor.

LEFT FIELD CAPITAL CORP.**CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION (UNAUDITED)**

(Expressed in Canadian dollars)

	September 30, 2024	December 31, 2023
	\$	\$
ASSETS		
Current assets		
Cash	165,628	197,657
Total assets	165,628	197,657
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Notes 4 and 8)	1,785	13,766
Total liabilities	1,785	13,766
Shareholders' equity		
Share capital (Note 5)	271,111	260,074
Equity reserves (Note 5)	28,671	38,197
Deficit	(135,939)	(114,380)
Total shareholders' equity	163,843	183,891
Total liabilities and shareholders' equity	165,628	197,657

Basis of presentation (Note 2)**On behalf of the Board:**Signed: "Brian Bayley"

Director

Signed: "John Downes"

Director

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

LEFT FIELD CAPITAL CORP.**CONDENSED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS (UNAUDITED)**

(Expressed in Canadian dollars)

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
	\$	\$	\$	\$
EXPENSES				
Corporate and administrative services (Note 8)	4,725	4,725	14,175	14,175
Transfer agent, listing filing and shareholder communication fees	787	601	13,223	13,173
Office and sundry	22	22	67	66
Professional fees	-	-	497	2,943
Interest income	(1,164)	-	(1,164)	-
Loss and comprehensive loss for the period	(4,370)	(5,348)	(26,798)	(30,357)
Basic and diluted loss per common share				
(Note 5)	(0.00)	(0.00)	(0.01)	(0.01)

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

LEFT FIELD CAPITAL CORP.**CONDENSED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)**

(Expressed in Canadian dollars)

	Share Capital		Equity Reserves	Deficit	Total
	Number of Shares	Amount			
		\$	\$	\$	\$
Balance, December 31, 2022	3,550,000	260,074	38,197	(66,684)	231,587
Net loss for the period	-	-	-	(30,357)	(30,357)
Balance, September 30, 2023	3,550,000	260,074	38,197	(97,041)	201,230
Net loss for the period	-	-	-	(17,339)	(17,339)
Balance, December 31, 2023	3,550,000	260,074	38,197	(114,380)	183,891
Exercise of warrants	45,000	11,037	(4,287)	-	6,750
Expiry of warrants	-	-	(5,239)	5,239	-
Net loss for the period	-	-	-	(26,798)	(26,798)
Balance, September 30, 2024	3,595,000	271,111	28,671	(135,939)	163,843

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

LEFT FIELD CAPITAL CORP.**CONDENSED INTERIM STATEMENT OF CASH FLOWS (UNAUDITED)**

(Expressed in Canadian dollars)

	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	(26,798)	(30,357)
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	(11,981)	(10,565)
Net cash used in operating activities	(38,779)	(40,922)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from share issuance	6,750	-
Net cash provided by financing activities	6,750	-
Change in cash during the period	(32,029)	(40,922)
Cash, beginning of period	197,657	243,927
Cash, end of period	165,628	203,005

Non-cash investing and financing activities:

During the nine months ended September 30, 2024, the Company transferred \$4,287, the fair value of 45,000 warrants exercised, from equity reserves to share capital.

There were no other non-cash investing or financing activities during the nine months ended September 30, 2024 and 2023

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

LEFT FIELD CAPITAL CORP.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 (UNAUDITED)
(Expressed in Canadian dollars)**

1. NATURE OF OPERATIONS

Left Field Capital Corp. (the “Company”) is a Capital Pool Company (“CPC”) as defined in the TSX Venture Exchange (“TSX-V”) Policy 2.4 (“Policy 2.4”). As a CPC, the Company’s objective is to identify and acquire either operating assets or a business, subject to regulatory approval, that meet the criteria of a Qualifying Transaction as defined by the TSX-V (“Qualifying Transaction”). Until a Qualifying Transaction is completed, the Company will have no significant revenue and will incur expenses primarily for Qualifying Transaction investigation, TSX-V listing and filing requirements, professional services and office facilities and administration, subject to certain restrictions under Policy 2.4. Additional discussion on these restrictions is included in Note 7.

The Company’s registered office address is Suite 1200, 200 Burrard St., Vancouver, BC.

These unaudited condensed interim financial statements were authorized for issue by the Audit Committee and Board of Directors on November 21, 2024.

2. BASIS OF PRESENTATION**Statement of compliance**

These unaudited condensed consolidated interim financial statements, including comparatives have been prepared in accordance with IFRS Accounting Standards (“IFRS”) and International Accounting Standard (“IAS”) 34 “*Interim Financial Reporting*”.

Basis of measurement

These unaudited condensed interim financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

These financial statements are presented in Canadian dollars, which is also the Company’s functional currency.

Continuance of operations

As at September 30, 2024, the Company had cash of \$165,628 which is sufficient to pay \$1,785 in accounts payable and accrued liabilities then outstanding, for its projected operating costs for the next 12 months, and to pursue a limited number of potential Qualifying Transactions.

The unaudited condensed interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue its existence.

LEFT FIELD CAPITAL CORP.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 (UNAUDITED)**
(Expressed in Canadian dollars)**3. MATERIAL ACCOUNTING POLICY INFORMATION**

These unaudited condensed interim financial statements have been prepared according to the same accounting policies and are subject to the same areas of judgment, measurement estimates and uncertainties as those disclosed in Note 3 of the Company's audited financial statements for the year ended December 31, 2023.

4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The Company's accounts payable and accrued liabilities on September 30, 2024 and December 31, 2023 include amounts related to routine general and administrative expenses payable on typical trade terms.

5. SHAREHOLDERS' EQUITY**Authorized share capital**

The Company is authorized to issue unlimited numbers of common and preferred shares without par value. The Company has not issued any preferred shares and changes to the number of common shares outstanding are as follows:

	Number of Shares	Assigned Value
Outstanding, December 31, 2022 and 2023	3,550,000	\$ 260,074
Shares issued	45,000	6,750
Transfer of fair value of warrants exercised		4,287
Outstanding, September 30, 2024	3,595,000	\$ 271,111

On July 4, 2024, the Company issued 45,000 common shares on the exercise of 45,000 warrants for total proceeds of \$6,750. In addition to the cash proceeds received, the Company transferred \$4,287, the fair value of the warrants exercised, from equity reserve to share capital.

The Company's 3,595,000 (December 31, 2023 – 3,550,000) common shares issued and outstanding on September 30, 2024 includes 2,100,000 that are held in escrow to be released ratably over a period up to 18 months following the completion of a Qualifying Transaction.

Equity reserves*Stock options*

The Company has an incentive stock option plan which provides that the Board of Directors of the Company may grant to directors, officers, employees and technical consultants to the Company, non-transferable options to purchase its common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares, exercisable for a period of up to ten years from the date of grant. The timing and vesting conditions, if any, for stock options granted are determined at the discretion of the Company's Board of Directors, subject to the rules of the TSX-V.

LEFT FIELD CAPITAL CORP.**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 (UNAUDITED)**
(Expressed in Canadian dollars)**5. SHAREHOLDERS' EQUITY (cont'd...)****Equity reserves (cont'd...)***Stock options (cont'd...)*

There were no stock option transactions during the nine months ended September 30, 2024 or the year ended December 31, 2023. Stock options outstanding as of September 30, 2024 are as follows:

	Number of Stock Options	Expiry Date	Exercise Price \$
Outstanding and exercisable, December 31, 2022, December 31, 2023 and September 30, 2024	225,000	July 21, 2027	0.15

Warrants

The Company may grant warrants that can be exercised to purchase its common shares at terms determined at the discretion of the Company's Board of Directors. These warrants may be included with common shares in future financings or granted as compensation for services provided to the Company. Changes to the Company's warrants outstanding are as follows:

	Number of Warrants	Expiry Date	Exercise Price \$
Outstanding, December 31, 2022 and 2023	100,000	July 21, 2024	0.15
Warrants exercised	(45,000)	July 21, 2024	0.15
Warrants expired	(55,000)	July 21, 2024	0.15
Outstanding, September 30, 2024	-	N/A	-

On July 4, 2024, 45,000 warrants were exercised for total proceeds of \$6,750. In addition to the cash proceeds received, the Company transferred \$4,287, the fair value of the warrants exercised, from equity reserve to share capital.

On July 21, 2024, the remaining 55,000 warrants expired and their \$5,239 fair value was reclassified from equity reserves to deficit.

LEFT FIELD CAPITAL CORP.
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 (UNAUDITED)**
(Expressed in Canadian dollars)
5. SHAREHOLDERS' EQUITY (cont'd...)**Per share amounts**

Weighted average loss per share for the three and nine months ended September 30, 2024 and 2023 is calculated as follows:

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
Numerator				
Net loss for the period	\$ (4,370)	\$ (5,348)	\$ (26,798)	\$ (30,357)
Denominator				
Weighted average number of common shares outstanding, basic and diluted	3,593,043	3,550,000	3,564,453	3,550,000
Loss per common share, basic and diluted	\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.01)

6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

As at September 30, 2024, the Company's financial instruments comprise cash and accounts payable and accrued liabilities. The fair values of cash and accounts payable and accrued liabilities approximate their carrying values due to the short-term nature of these instruments. Fair values of financial instruments are classified in a fair value hierarchy based on the inputs used to determine fair values. The levels of the fair value hierarchy are as follows:

- 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 (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 – Inputs that are not based on observable market data (unobservable inputs).

As at September 30, 2024, the fair value of cash held by the Company was based on level 1 inputs of the fair value hierarchy.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss arising from a customer or third party to a financial instrument failing to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash. The Company limits exposure to credit risk by maintaining its cash with a large financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. As at September 30, 2024, the Company had a cash balance of \$165,628 which is sufficient to settle current liabilities of \$1,785 and anticipated short-term cash requirements, but that additional funding may be required to meet long-term requirements should a Qualifying Transaction not be completed on a timely basis. The Company's financial liabilities include trade payables that have contractual maturities of 30 days or are due on demand and are subject to normal trade terms.

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6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd...)*Market risk*

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and equity prices. As the Company does not currently hold and does not expect to hold interest-bearing financial instruments other than cash, assets or liabilities denominated in a foreign currency, and marketable securities or other financial instruments subject to fluctuations in equity prices, it currently does not have and is not expected to have exposure to these market risks.

7. CAPITAL MANAGEMENT

In the management of capital, the Company defines capital as its shareholders' equity. As at September 30, 2024, the Company's shareholders' equity was \$163,843. The Company's objectives when managing capital are to maintain a low level of on-going operating costs and to continue as a going concern until a Qualifying Transaction can be completed. The Company's current capital was received from the issuance of common shares and will only be sufficient to identify and evaluate a limited number of assets and businesses for the purpose of identifying and completing a Qualifying Transaction.

The Company is not subject to any externally imposed capital requirements other than the expenditure restrictions applicable under Policy 2.4. These expenditure restrictions limit the Company's on-going expenditures reasonable expenses relating to a proposed Qualifying Transaction, assurance and audit fees, escrow agent and transfer agent fees, regulatory filing fees and a maximum of \$3,000 per month for other general and administrative costs.

8. RELATED PARTY TRANSACTIONS

The Company is party to a corporate services agreement with Earlston Management Corp. ("Earlston"), an entity related to the Company by virtue of providing key management services and having certain directors and officers in common. Earlston provides various administrative, management and corporate services to the Company for a fee of \$1,500 per month plus tax and out-of-pocket costs. Additional fees may be paid to Earlston for non-standard services provided in connection with a Qualifying Transaction. The Company's expense for administrative and corporate services for the nine months ended September 30, 2024 includes \$14,175 (2023 - \$14,175) charged by Earlston of which \$1,575 is included in accounts payable and accrued liabilities as September 30, 2024 (December 31, 2023 – \$1,575).