

**LEFT FIELD CAPITAL CORP.**

**FINANCIAL STATEMENTS**

**For the years ended December 31, 2024 and 2023**

**(Expressed in Canadian Dollars)**

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of  
Left Field Capital Corp.

### *Opinion*

We have audited the accompanying financial statements of Left Field Capital Corp. (the "Company"), which comprise the statements of financial position as at December 31, 2024 and 2023, and the statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended and notes to the financial statements, including material accounting policy information.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, 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 in our audit is sufficient and appropriate to provide a basis for our opinion.

### *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 year ended. 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.

We have determined that there are no key audit matters to communicate in our auditor's report.

### *Other Information*

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes 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 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, 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:

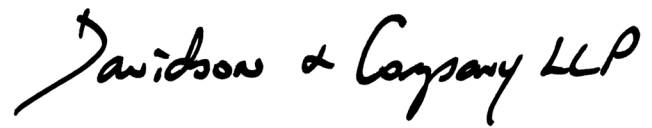
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting 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 year ended 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 Glenn Parchomchuk.

A handwritten signature in black ink that reads "Davidson & Company LLP". The signature is written in a cursive, flowing style.

Vancouver, Canada

Chartered Professional Accountants

February 20, 2025

**LEFT FIELD CAPITAL CORP.**  
**STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian dollars)

	<b>December 31, 2024</b>	December 31, 2023
	\$	\$
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	<b>161,415</b>	197,657
<b>Total assets</b>	<b>161,415</b>	197,657
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (Notes 4 and 8)	<b>12,385</b>	13,766
<b>Total liabilities</b>	<b>12,385</b>	13,766
<b>Shareholders' equity</b>		
Share capital (Note 5)	<b>276,350</b>	260,074
Equity reserves (Note 5)	<b>28,671</b>	38,197
Deficit	<b>(155,991)</b>	(114,380)
<b>Total shareholders' equity</b>	<b>149,030</b>	183,891
<b>Total liabilities and shareholders' equity</b>	<b>161,415</b>	197,657

**Nature of operations** (Note 1)

**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 financial statements.

**LEFT FIELD CAPITAL CORP.**  
**STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
(Expressed in Canadian dollars)

	<b>Year ended December 31, 2024</b>	Year ended December 31, 2023
	\$	\$
<b>EXPENSES</b>		
Corporate and administrative services (Note 8)	<b>18,900</b>	18,900
Transfer agent, listing, filing and shareholder communication fees	<b>13,857</b>	13,765
Professional fees	<b>11,097</b>	14,943
Office and sundry	<b>88</b>	88
Interest income	<b>(2,331)</b>	-
<b>Loss and comprehensive loss for the year</b>	<b>(41,611)</b>	<b>(47,696)</b>
<b>Basic and diluted loss per common share</b> (Note 5)	<b>(0.01)</b>	<b>(0.01)</b>

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

**LEFT FIELD CAPITAL CORP.**  
**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY**  
(Expressed in Canadian dollars)

	<b>Share Capital</b>		<b>Equity Reserves</b>	<b>Deficit</b>	<b>Total</b>
	<b>Number of Shares</b>	<b>Amount</b>			
		\$	\$	\$	\$
Balance, December 31, 2022	3,550,000	260,074	38,197	(66,684)	231,587
Net loss for the year	-	-	-	(47,696)	(47,696)
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 year	-	-	-	(41,611)	(41,611)
<b>Balance, December 31, 2024</b>	<b>3,595,000</b>	<b>276,350</b>	<b>28,671</b>	<b>(155,991)</b>	<b>149,030</b>

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

**LEFT FIELD CAPITAL CORP.**  
**STATEMENTS OF CASH FLOWS**  
(Expressed in Canadian dollars)

	<b>Year ended December 31, 2024</b>	Year ended December 31, 2023
	\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss for the year	(41,611)	(47,696)
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	(1,381)	1,426
<b>Net cash used in operating activities</b>	<b>(42,992)</b>	<b>(46,270)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from sale of shares	6,750	-
<b>Net cash provided by financing activities</b>	<b>6,750</b>	<b>-</b>
<b>Change in cash during the year</b>	<b>(36,242)</b>	<b>(46,270)</b>
<b>Cash, beginning of year</b>	<b>197,657</b>	<b>243,927</b>
<b>Cash, end of year</b>	<b>161,415</b>	<b>197,657</b>

**Non-cash investing and financing activities:**

During the year ended December 31, 2024, the Company transferred \$4,287, the fair value of 45,000 warrants exercised, and \$5,239, the fair value of 55,000 warrants expired, from equity reserves to share capital.

There were no other non-cash investing or financing activities during the years ended December 31, 2024 and 2023.

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

**LEFT FIELD CAPITAL CORP.****NOTES TO THE FINANCIAL STATEMENTS****FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**(Expressed in Canadian dollars)

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**1. NATURE OF OPERATIONS**

Left Field Capital Corp. (the “Company”) was incorporated on January 14, 2022 under the Business Corporations Act (British Columbia) and 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 financial statements were authorized for issue by the Audit Committee and Board of Directors on February 20, 2025.

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

These financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

**Basis of measurement**

These 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 December 31, 2024, the Company had cash of \$161,415 which is sufficient to pay \$12,385 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 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.

### **3. MATERIAL ACCOUNTING POLICY INFORMATION**

#### **Financial instruments**

Financial instruments consist of financial assets and financial liabilities and are initially recognized at fair value along with, in the case of a financial asset or liability not at fair value through profit and loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or liability. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit and loss.

The Company classifies its financial assets and financial liabilities in the following measurement categories:

- i) those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- ii) those to be measured at amortized cost.

The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows. Financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding, are generally measured at amortized cost at the end of subsequent accounting periods. All other financial assets are measured at their fair values at the end of subsequent accounting periods, with any changes taken through profit and loss or other comprehensive income.

Financial liabilities are classified as those to be measured at amortized cost unless they are designated as those to be measured subsequently at fair value through profit or loss (irrevocable election at the time of recognition). Any fair value changes due to credit risk for liabilities designated at fair value through profit and loss are recorded in other comprehensive income.

The Company has implemented the following classifications for financial instruments:

- The Company's sole financial asset is cash. Cash is measured at amortized cost.
- Financial liabilities comprise of accounts payable and accrued liabilities. Accounts payable and accrued liabilities are classified as amortized cost and are measured using the effective interest rate method. Interest expense is recorded in profit or loss, as applicable.

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified.

#### *Impairment of financial assets*

The Company assesses all information available, including on a forward-looking basis, the expected credit losses associated with its financial assets carried at amortized cost. The Company's sole financial asset is cash.

**3. MATERIAL ACCOUNTING POLICY INFORMATION (cont'd...)**

**Share issuance costs and warrants**

Share issuance costs incurred to obtain equity financing are deducted from the value assigned to shares issued. Such costs may be in the form of cash or warrants which allow the holder to acquire common shares in the Company at a pre-determined exercise price. These warrants are measured at their fair values determined on their grant date, using the Black-Scholes option pricing model and a corresponding increase is recorded to equity reserves. When warrants are exercised, the cash proceeds along with the amount previously recorded as equity reserves are recorded as share capital.

When share issuance costs are incurred prior to the closing of a financing arrangement, these amounts are presented as a deferred asset until the financing has closed. When an expected financing arrangement does not occur, any deferred costs are recorded as an expense.

**Share-based compensation**

The Company may grant stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes or provides services similar to those performed by an employee.

Stock options granted to directors, officers and employees are measured at their fair values determined on their grant date, using the Black-Scholes option pricing model, and are recognized as an expense over the vesting periods of the options on a graded basis. Options granted to consultants or other non-insiders are measured at the fair value of goods or services received from these parties, or at their Black-Scholes fair values if the fair value of goods or services received cannot be measured. A corresponding increase is recorded to equity reserves for share-based compensation recorded.

When stock options are exercised, the cash proceeds along with the amount previously recorded as equity reserves are recorded as share capital. When the right to receive options is forfeited before the options have vested, any expense previously recorded is reversed.

**(Loss) earnings per share**

Basic (loss) earnings per share is calculated by dividing net (loss) earnings by the weighted average number of common shares outstanding during the period which includes shares held in escrow. Diluted (loss) earnings per share is determined by adjusting the earnings or loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of dilutive instruments, which includes stock options and warrants, as if their dilutive effect was at the beginning of the period. The calculation of the diluted number of common shares assumes that proceeds received from the exercise of "in-the-money" stock options and common share purchase warrants are used to purchase common shares of the Company at their average market price for the period.

In periods that the Company reports a net loss, any stock options or warrants outstanding are excluded from the calculation of diluted loss per share as their inclusion would be anti-dilutive.

**3. MATERIAL ACCOUNTING POLICY INFORMATION (cont'd...)**

**Income taxes**

Tax provisions are recognized when it is considered probable that there will be a future outflow of funds to a taxing authority. In such cases, a provision is made for the amount that is expected to be settled, where this can be reasonably estimated. This requires the application of judgment as to the ultimate outcome, which can change over time depending on facts and circumstances. A change in estimate of the likelihood of a future outflow and/or in the expected amount to be settled would be recognized in income in the period in which the change occurs.

Deferred tax assets or liabilities, arising from temporary differences between the tax and accounting values of assets and liabilities, are recorded based on tax rates expected to be enacted when these differences are reversed. Deferred tax assets are recognized only to the extent it is considered probable that those assets will be recovered. This involves an assessment of when those deferred tax assets are likely to be realized, and judgment as to whether or not there will be sufficient taxable profits available to offset the tax assets when they do reverse. This requires assumptions regarding future profitability and is therefore inherently uncertain. To the extent assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as in the amounts recognized in income in the period in which the change occurs.

Tax provisions are based on enacted or substantively enacted laws. Changes in those laws could affect amounts recognized in income both in the period of change, which would include any impact on cumulative provisions, and in future periods.

**Use of estimates and measurement uncertainties**

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the measurements of assets, liabilities, revenues, expenses and certain disclosures reported in these financial statements. Significant estimates made by management include the following:

i. Income taxes

Provisions for income and other taxes are based on management's interpretation of taxation laws, which may differ from the interpretation by taxation authorities. Such differences may result in eventual tax payments differing from amounts accrued. Reported amounts for deferred tax assets and liabilities are based on management's expectation for the timing and amounts of future taxable income or loss, as well as future taxation rates. Changes to these underlying estimates may result in changes to the carrying value, if any, of deferred income tax assets and liabilities.

**3. MATERIAL ACCOUNTING POLICY INFORMATION (cont'd...)**

**New, amended and future accounting pronouncements**

On April 9, 2024, the IASB issued a new standard – IFRS 18, “Presentation and Disclosure in Financial Statements” with a focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to:

- the structure of the statement of profit or loss;
- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity’s financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

IFRS 18 will replace IAS 1; many of the other existing principles in IAS 1 are retained, with limited changes. IFRS 18 will apply for reporting periods beginning on or after January 1, 2027 and also applies to comparative information.

Adoption of IFRS 18 will not impact the recognition or measurement of items in the financial statements, but it might change what an entity reports as its ‘operating profit or loss’.

**4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

The Company’s accounts payable and accrued liabilities of on December 31, 2024 and 2023 are due for administrative and corporate services, professional fees and transfer agent’s fees and are payable within the next 12 months.

**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:

	<b>Number of Shares</b>	<b>Assigned Value</b>
Outstanding, December 31, 2022 and 2023	3,550,000	\$ 260,074
Shares issued on exercise of warrants	45,000	6,750
Transfer of fair value of warrants exercised from equity reserves	-	4,287
Transfer of fair value of warrants expired from equity reserves	-	5,239
<b>Outstanding, December 31, 2024</b>	<b>3,595,000</b>	<b>\$ 276,350</b>

On July 4, 2024, the Company issued 45,000 common shares on the exercise of 45,000 warrants for total cash 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 reserves to share capital.

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

The Company’s common shares issued and outstanding on December 31, 2024 and 2023 include 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.

**LEFT FIELD CAPITAL CORP.**  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023  
(Expressed in Canadian dollars)

**5. SHAREHOLDERS' EQUITY (cont'd...)**

**Equity reserves**

*Stock options*

The Company has adopted an incentive stock option plan which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the TSX-V requirements, 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 vesting conditions, if any, for stock options granted are determined at the discretion of the Company's Board of Directors.

There were no stock option transactions during the years ended December 31, 2024 and 2023. Stock options outstanding are as follows:

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

*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
<b>Outstanding, December 31, 2024</b>	<b>-</b>	<b>N/A</b>	<b>-</b>

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, 55,000 warrants expired and their \$5,239 fair value was reclassified from equity reserves to share capital.

**LEFT FIELD CAPITAL CORP.**  
NOTES TO THE FINANCIAL STATEMENTS  
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**5. SHAREHOLDERS' EQUITY (cont'd...)**

**Per share amounts**

Weighted average loss per share for the years ended December 31, 2024 and 2023 is calculated as follows:

	<b>Year ended December 31, 2024</b>	Year ended December 31, 2023
Numerator		
Net loss for the year	<b>\$ (41,611)</b>	\$ (47,696)
Denominator		
Weighted average number of common shares outstanding, basic and diluted	<b>3,572,131</b>	3,550,000
Loss per common share, basic and diluted	<b>\$ (0.01)</b>	\$ (0.01)

**6. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

As at December 31, 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).

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 December 31, 2024, the Company had a cash balance of \$161,415 which is sufficient to pay \$12,385 in current liabilities then outstanding and the Company's anticipated short-term cash requirements including expenses relating to potential Qualifying Transactions. However, 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.

**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**

The Company defines capital as its shareholders' equity, which was \$149,030 as at December 31, 2024. 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 (Note 5) 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 to 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**

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of members of the Company's Board of Directors and corporate officers.

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 year ended December 31, 2024 includes \$18,900 (2023 - \$18,900) charged by Earlston of which \$1,575 is included in accounts payable and accrued liabilities as December 31, 2024 (December 31, 2023 - \$1,575).

**LEFT FIELD CAPITAL CORP.**  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023  
(Expressed in Canadian dollars)

**9. INCOME TAXES**

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	Year ended December 31, 2024	Year ended December 31, 2023
	\$	\$
Loss and comprehensive loss for the year	<b>(41,611)</b>	(47,696)
Expected income tax recovery	<b>(11,000)</b>	(13,000)
Change in unrecognized deductible temporary differences	<b>11,000</b>	13,000
<b>Total income tax recovery</b>	<b>-</b>	-

The Company's combined federal and provincial tax rate applicable for the years ended December 31, 2024 and 2023 was 27%.

The significant components of the Company's unrecorded deferred tax assets as at December 31, 2024 and 2023 are as follows:

	December 31, 2024	December 31, 2023
	\$	\$
Non-capital losses available for future periods	<b>52,000</b>	35,000
Share issuance costs	<b>11,000</b>	17,000
Unrecognized deferred tax assets	<b>(63,000)</b>	(52,000)
Net deferred tax assets	<b>-</b>	-

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

	December 31, 2024		December 31, 2023	
	\$	Expiry Date Range	\$	Expiry Date Range
Non-capital losses available for future periods	<b>191,000</b>	2041- 2044	128,000	2041- 2043
Share issuance costs	<b>42,000</b>	2045- 2046	63,000	2044- 2046

Tax attributes are subject to review, and potential adjustment, by tax authorities.