ALDD VENTURES CORP.

(A Capital Pool Company)

Condensed Interim Financial Statements

For the Three and Nine months Ended December 31, 2024

(Unaudited)

(Expressed in Canadian dollars)

NOTICE OF NO AUDITOR REVIEW

The accompanying unaudited condensed interim financial statements of the Company 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 standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Under National Instrument 51-102, Part 4, Subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the condensed interim financial statements have not been reviewed by an auditor.

ALDD VENTURES CORP.
(A Capital Pool Company)
Condensed Interim Statements of financial position
(Unaudited)
(Expressed in Canadian dollars)

	As at December 31, 2024 $	As at March 31, 2024 (Audited) $
Assets		
Current assets		
Cash (Note 4)	178,566	309,196
Loan receivable (Note 7)	75,000	-
Taxes receivable	3,433	5,209
Total assets	256,999	314,405
Liabilities and shareholders' equity		
Current liability		
Accounts payable and accrued liabilities	3,436	2,520
Shareholders' equity		
Share capital (Note 5)	432,058	432,058
Contributed surplus (Note 5)	64,826	64,826
Deficit	(243,321)	(184,999)
Total shareholders' equity	253,563	311,885
Total liabilities and shareholders' equity	256,999	314,405

Going concern (Note 1)
Subsequent events (Note 10)

Approved and authorized for issuance on behalf of the Board of Directors on February 19, 2025 by:

/s/ Tak Tsan Tso

Tak Tsan Tso, Director

/s/ Chun Sing Cheung

Chun Sing Cheung , Director

(The accompanying notes are an integral part of these financial statements)

ALDD VENTURES CORP.
(A Capital Pool Company)
Condensed Interim Statement of net loss and comprehensive loss
(Unaudited)
(Expressed in Canadian dollars)

	Nine months ended December 31, 2024 $	Nine months ended December 31, 2023 $	Three months ended December 31, 2024 $	Three months ended December 31, 2023 $
Expenses				
Bank fees and interest	72	59	35	18
Filing fees	3,520	10,329	1,005	-
Professional fees	53,670	90,392	18,566	6,503
Transfer agent fees	2,522	3,942	800	801
	59,784	104,721	20,406	7,321
Other Income				
Interest income	1,462	4	1,460	-
Net loss and comprehensive loss for the period	(58,322)	(104,717)	(18,946)	(7,321)
Net loss per share, basic and diluted (Note 8)	(0.008)	(0.015)	(0.002)	(0.001)
Weighted average shares outstanding, basic and diluted (Note 8)	7,600,000	7,090,909	7,600,000	7,600,000

(The accompanying notes are an integral part of these financial statements)

ALDD VENTURES CORP.
(A Capital Pool Company)
Condensed Interim Statements of changes in shareholders' equity
(Unaudited)
(Expressed in Canadian dollars)

	Share capital				
	Number of shares	Amount $	Contributed Surplus $	Deficit $	Total shareholders' equity $
Balance, March 31, 2023	3,600,000	180,000	34,091	(109,825)	104,266
Shares issued for cash (Note 5)	4,000,000	400,000	-	-	400,000
Share issuance costs (Note 5)	-	(105,213)	30,735	-	(74,478)
Net loss for the period	-	-		(104,717)	(104,717)
Balance, December 31, 2023	7,600,000	474,787	64,826	(214,542)	325,071
Balance, March 31, 2024	7,600,000	432,058	64,826	(184,999)	311,885
Net loss for the period	-	-		(58,322)	(58,322)
Balance, December 31, 2024	7,600,000	432,058	64,826	(243,321)	253,563

(The accompanying notes are an integral part of these financial statements)

ALDD VENTURES CORP.
(A Capital Pool Company)
Condensed Interim Statement of cash flows
(Unaudited)
(Expressed in Canadian dollars)

	Nine months ended December 31, 2024 $	Nine months ended December 31, 2023 $	Three months ended December 31, 2024 $	Three months ended December 31, 2023 $
Operating activities				
Net loss for the period	(58,322)	(104,717)	(18,946)	(7,321)
Changes in non-cash working capitals:				
Deferred financing costs	-	42,729	-	-
Other receivables	1,776	504	(985)	(364)
Accounts payable and accrued liabilities	916	(5,465)	1,056	908
Prepaid expenses	-	10,000	(2,515)	-
Net cash used in operating activities	(55,630)	(56,949)	(16,360)	(6,777)
Financing activities				
Loan advanced (Note 7)	(75,000)	-	(75,000)	-
Issuance of shares for cash, net of share issuance costs (Note 5)	-	325,522	-	822
Net cash used in operating activities	(75,000)	325,522	(75,000)	822
Net increase (decrease) in cash	(130,630)	268,573	(91,360)	(5,955)
Cash, beginning of period	309,196	55,231	269,926	329,759
Cash, end of period	178,566	323,804	178,566	323,804

(The accompanying notes are an integral part of these financial statements)

1. NATURE OF OPERATIONS

ALDD Ventures Corp. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on February 14, 2022. The Company is classified as a Capital Pool Company ("CPC") while the principal business is the identification and evaluation of assets or a business (the "Qualifying Transaction" ("QT")) and, once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities.

There is no assurance that the Company will identify a Qualifying Transaction within the time limitations permissible under the policies of the Exchange, at which time the Exchange may suspend or delist the Company's shares from trading.

The registered and head office of the Company is located at 6th Floor – 905 West Pender Street, Vancouver, B.C. V6C 1L6, Canada.

On May 5, 2023, the Company completed an initial public offering (the "IPO") by issuing 4,000,000 common shares at a price of $0.10 per share for gross proceeds of $400,000 (Note 5). The Company's shares are listed on the TSX Venture Exchange.

On October 30, 2024, the Company entered into a binding letter of intent (LOI) with Sparling Financial SARL ("Sparling"), an arm's-length party, pursuant to which the company intends to acquire all of the issued and outstanding securities of Sparling by way of share exchange or other acceptable means, subject to regulatory approval, including that of the TSX Venture Exchange. The acquisition is expected to constitute the company's qualifying transaction under the policies of the exchange. Upon completion of the acquisition, subject to all requisite approvals, it is anticipated that the resulting issuer be a Tier 2 technology issuer.

On December 24, 2024, the deadline to enter into a definitive agreement with respect to the acquisition has been extended to February 28, 2025, failing which the LOI will be terminated.

These financial statements have been prepared on the going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Should the Company be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they become due. As at December 31, 2024, the Company has not generated any revenues from operations and has an accumulated deficit of $243,321 (March 31, 2024 - $184,999). The Company expects to incur further losses in the development of its business, all of which casts significant doubt about the Company's ability to continue as a going concern. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. There is a risk that additional financing may not be available on a timely basis or on terms acceptable to the Company. These financial statements do not reflect any adjustments to the carrying values of assets and liabilities, the reported expenses, and the balance sheet classifications used that may be necessary if the Company is unable to continue as a going concern.

2. BASIS OF PRESENTATION

Statement of Compliance

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

2. BASIS OF PRESENTATION (Continued)

Basis of Preparation

The financial statements are presented in Canadian dollars, which is the Company's functional and presentation currency. The financial statements are prepared on a historical cost basis except for financial instruments classified as fair value through profit or loss ("FVTPL"), which are stated at their fair value. The accounting policies have been applied consistently throughout the entire period presented in these financial statements.

Significant Accounting Judgments, Estimates and Assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities. The estimates and associated assumptions are based on anticipations and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods. The significant judgments made by management in the application of IFRS that have a significant effect on these financial statements is presented below:

Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuring year as they fall due, and to fund planned and contractual exploration programs, involves judgment based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances.

3. MATERIAL ACCOUNTING POLICY INFORMATION

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards within the framework of the significant accounting policies described below:

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Financial assets and liabilities are offset and the net amount is reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial Instruments (continued)

i) Financial assets

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

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

The classification depends on the Company’s business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses are either recorded in profit or loss or OCI.

The Company’s financial assets consists of cash only which measured at amortized cost.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Subsequent measurement of financial assets depends on their classification. There are three measurement categories under which the Company classifies its financial assets:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest rate method.

- Fair value through OCI (FVOCI): Debt instruments that are held for collection of contractual cash flows and for selling the debt instruments, where the assets’ cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the debt instrument is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these debt instruments is included as finance income using the effective interest rate method.

- Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss and presented net as revenue in the statement of loss and comprehensive loss in the period in which it arises.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

ii) Financial liabilities

A financial liability is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The fair value changes to financial liabilities at FVTPL are presented as follows: where the Company optionally designates financial liabilities at FVTPL the amount of change in the fair value that is attributable to changes in the credit risk of the liability is presented in OCI; and the remaining amount of the change in the fair value is presented in profit or loss. The Company does not designate any financial liabilities at FVTPL.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

The financial liabilities consist of accounts payable and accrue liabilities and are measured at amortized cost. These financial liabilities are classified as current liabilities as the payment is due within 12 months.

Related parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities.

A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Income Taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income (loss) in the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Loss Per Share

The Company presents basic and diluted earnings (loss) per share data for its common shares, calculated by dividing the earnings (loss) attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted-average number of shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

Future changes in accounting policies

The new standards or amendments are either not applicable or not expected to have a significant impact on the Company's financial statements.

4. CASH RESTRICTION

The proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds from the issuance of shares or $210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions apply until completion of a Qualifying Transaction by the Company as defined under the Exchange Policy 2.4.

5. SHARE CAPITAL

Authorized share capital

Unlimited common shares, without par value.

Share issuances

On March 9, 2022, the Company issued 3,600,000 common shares at $0.05 per share to the directors and/or officers of the Company for proceeds of $180,000.

The issued and outstanding common shares are subject to a CPC Escrow Agreement. Under the CPC Escrow Agreement, 25% of the escrowed common shares will be released from escrow on the issuance of the Final Exchange Bulletin (the "Initial Release") and an additional 25% will be released on the dates 6, 12, and 18 months following the Initial Release. All common shares acquired on the exercise of stock options granted to directors, officers and non-employees prior to the completion of a qualifying transaction must also be deposited in escrow until the Final Exchange Bulletin is issued. In addition, all common shares of the Company acquired in the secondary market prior to the completion of a qualifying transaction by any person or company who becomes a control person are required to be deposited in escrow. Subject to certain exemptions permitted by the Exchange, all securities of the Company held by principals of the resulting issuer will also be escrowed.

On May 5, 2023, the Company closed an initial public offering (the "IPO") by issuing 4,000,000 common shares at a price of $0.10 per share for gross proceeds of $400,000. The Company's shares are listed on the TSX Venture Exchange. Pursuant to the agency agreement, the Company agreed to pay a cash commission of 10% of the gross proceeds for totalling $40,000 and corporate finance fee of $14,500 to the agent.

(Expressed in Canadian dollars)

5. SHARE CAPITAL (continued)

The agent is also granted 400,000 options to purchase 400,000 common shares of the Company at a price of $0.10 per share expiring 60 months from the closing date of the IPO. The Company also incurred share issuance costs of $62,707 consisting of agent's expenses, filing fees and legal fees.

Stock options

On May 11, 2022, the Company adopted a Stock Option Plan which provides that the Board of Directors may from time to time, at its discretion, grant options exercisable over periods of up to 10 years and will not have an exercise price lower than the greater of the closing market price of the underlying securities on (a) the trading day prior to the date of grant of the stock options; and (b) the date of grant of the stock options. The maximum number of common shares which may be issued pursuant to options granted under the Stock Option Plan will be 10% of the issued and outstanding common shares at the time of the grant. In addition, the number of common shares which may be reserved for issuance to any one individual may not exceed 5% of the issued shares in any 12-month period or 2% if the optionee is engaged in investor relations activities or is a consultant. The Stock Option Plan contains no vesting requirements, other than for consultants performing investor relations activities but permits the Board to specify a vesting schedule at its discretion.

On May 11, 2022, the Company granted 360,000 stock options to two of its directors at an exercise price of $0.05 per option. These options vest immediately and expire 10 years from the grant date.

The fair value of these stock options was determined to be $34,091 using the Black-Scholes Option Pricing Model using the following assumptions:

Risk-Free Annual Interest	2.99%
Expected Volatility	107.37%
Expected Life of Option	10 years
Expected Annual Dividend	0%

The share price at the measurement date is estimated to be $0.10 per share. Volatility was estimated by using the historical volatility of other company in the same industry during the similar period. The expected life in years represents the period of time that option granted are expected to be outstanding.

In connection with the IPO, the Company granted 400,000 options to the agent to purchase 400,000 common shares of the Company at a price of $0.10 per share expiring 60 months from the closing date of the IPO.

The fair value of these options was determined to be $30,735 using the Black-Scholes Option Pricing Model using the following assumptions:

Risk-Free Annual Interest	3.02%
Expected Volatility	102.90%
Expected Life of Option	5 years
Expected Annual Dividend	0%

The share price at the measurement date is estimated to be $0.10 per share. Volatility was estimated by using the historical volatility of comparable entities in the same industry during the similar period. The expected life in years represents the period of time that option granted are expected to be outstanding.

(Expressed in Canadian dollars)

5. SHARE CAPITAL (continued)

Stock options (continued)

A summary of the Company's option activity is as follows:

	Number of options outstanding	Weighted average exercise price
Balance, February 14, 2022 (Incorporation) and March 31, 2022	**-**	**-**
Issued, May 11, 2022	360,000	$0.05
Balance, March 31, 2023	**360,000**	**$0.05**
Issued, May 5, 2023	400,000	$0.10
Balance, December 31 and March 31, 2024	**760,000**	**$0.08**

Options outstanding as at December 31, 2024:

Expiry Date	Number of options outstanding	Number of options exercisable	Weighted Average Exercise Price	Weighted Average Remaining Life (years)
May 4, 2028	400,000	400,000	$0.10	3.34
May 10, 2032	360,000	360,000	$0.05	7.36
	760,000	**760,000**	**$0.08**	**5.25**

6. TRANSACTIONS WITH RELATED PARTIES

Related parties include the Board of Directors, close family members and enterprises which are controlled by these individuals as well as persons performing similar functions. The Company's key management personnel include the chief executive officer, chief financial officer and the directors of the Company. Related party transactions have been measured at the exchange amount of consideration agreed between the related parties. Related party transactions not disclosed elsewhere in these financial statements are listed below.

During the three months ended December 31, 2024, the Company paid $8,000 (2023 - $6,000) in Professional fees to a company owned by the chief financial officer and director of the Company.

During the nine months ended December 31, 2024, the Company paid $20,000 (2023 - $16,000) in Professional fees to a company owned by the chief financial officer and director of the Company.

As at December 31, 2024, included in accounts payable and accrued liabilities is $2,100 (March 31, 2024- $2,100) due to this Company.

7. LOAN RECEIVABLE

During the nine months ended December 31, 2024, the Company advanced a loan to Sparling in an aggregate principal amount equal to $75,000 pursuant to the acquisition (Note 1). The loan shall have an annual interest rate of 0 per cent and shall be evidenced by way of a secured promissory note. The loan shall mature and all principal and other amounts owing or outstanding under the loan will be due and payable on the earlier of: (i) the closing of the acquisition; (ii) August 31, 2025; (iii) the termination of the acquisition; and (iv) the occurrence of a default or event of default (or equivalent concept) as set out in the loan documents.

7. LOAN RECEIVABLE (continued)

Of the principal amount of the loan (plus all fees, expenses and other amounts payable pursuant to the loan and the promissory note), $75,000 shall be secured by way of general security agreement and registration pursuant to the Personal Property Security Act against Sparling with respect to the universality of all of its movable (personal) property, present and future, corporeal and incorporeal, of whatever nature or wherever situated.

8. LOSS PER SHARE

The calculation of basic and diluted loss per share for the three months ended December 31, 2024 was based on the loss attributable to common shareholders of $18,946 (2023 - $7,321) and the average weighted average number of common shares is 7,600,000 (2023 – 7,600,000). The calculation of basic and diluted loss per share for the nine months ended December 31, 2024 was based on the loss attributable to common shareholders of $58,322 (2023 - $104,717) and the average weighted average number of common shares is 7,600,000 (2023 – 7,090,909).

As at December 31, 2024, there were 760,000 (March 31, 2024 – 760,000) share options outstanding that were potentially dilutive but not included in the diluted loss per share calculation as the effect would be anti-dilutive.

9. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Capital Management

The Company'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 Company includes share capital in the definition of capital.

The Company'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 Company may attempt to raise additional funds through the issuance of equity or by securing strategic partners.

The Company is not subject to externally imposed capital requirements other than the cash restriction disclosed in Note 4.

Risk Disclosures and Fair Values

The Company's financial instruments, consisting of cash, and accounts payable and accrued liabilities, approximate fair values due to the relatively short-term maturities of the instruments. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

Liquidity Risk

As at December 31, 2024, the Company had accounts payable and accrued liabilities of $3,436 (March 31, 2024 - $2,520) due within 12 months and had cash of $178,566 (March 31, 2024 - $309,196) to meet its current obligations. As a result, the Company has minimal liquidity risk.

10. SUBSEQUENT EVENTS

There are no subsequent events to report as this time.