Celestial Acquisition Corp.
(A Capital Pool Company)

Unaudited Condensed Interim Financial Statements

For the three months ended December 31, 2025

(In Canadian Dollars)

Notice of No Auditor Review of the Interim Financial Statements

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

Celestial Acquisition Corp.
Unaudited Condensed Interim Statement of Financial Position
(in Canadian Dollars)

As at		**December 31, 2025**		September 30, 2025
Assets				
Cash and cash equivalents	**$**	**460,194**	$	472,874
Total Assets	**$**	**460,194**	$	472,874
Liabilities				
Payables and accrued liabilities	**$**	**16,611**	$	14,707
Shareholders' Equity				
Share capital (Note 3)		**588,890**		588,890
Contributed surplus (Note 4)		**97,696**		97,696
Accumulated deficit		**(243,003)**		(228,419)
Total shareholders' equity		**443,583**		458,167
Total liabilities and shareholders' equity	**$**	**460,194**	$	472,874

Approved by the Board **Jonathan Leong** Director (Signed) **Marek Lorenc** Director (Signed)

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

Celestial Acquisition Corp.
Unaudited Condensed Interim Statement of Loss and Comprehensive Loss
(in Canadian Dollars)

		Three months ended December 31, 2025		Three months ended December 31, 2024
Revenue				
Interest income	**$**	**2,270**	$	4,182
Expenses				
Professional fees		**10,689**		7,375
Filing fees		**2,359**		3,185
General and administrative expenses		**3,806**		4,854
Net loss and comprehensive loss for the period		**(14,584)**		(11,232)
Net loss per share – basic and diluted	**$**	**(0.00)**	$	(0.00)
Weighted average shares outstanding - basic and diluted		**9,250,000**		9,250,000

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

Celestial Acquisition Corp.
Unaudited Condensed Interim Statement of Changes in Cash Flows
(in Canadian Dollars)

		Three months ended December 31, 2025		Three months ended December 31, 2024
Cash provided by (used in)				
Operating activities				
Net loss for the period	**$**	**(14,584)**	$	(11,232)
Changes in non-cash working capital item:				
Payables and accrued liabilities		**(1,904)**		(12,685)
Cash used in operating activities		**(12,680)**		(23,917)
Net change in cash		**(12,680)**		(23,917)
Cash and cash equivalents, beginning of period		**472,874**		503,251
Cash and cash equivalents, end of period	**$**	**460,194**	$	479,334

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

Celestial Acquisition Corp.
Unaudited Condensed Interim Statement of Changes in Shareholders' Equity
(in Canadian Dollars)

	Number of Shares		Share Capital		Contributed Surplus		Accumulated Deficit		Shareholders' Equity
Balance, September 30, 2024	9,250,000	$	588,890	$	97,696	$	(197,993)	$	488,593
Net loss for the period	-		-		-		(11,232)		(11,232)
Balance, December 31, 2024	**9,250,000**	**$**	**588,890**	**$**	**97,696**	**$**	**(209,225)**	**$**	**477,361**

	Number of Shares		Share Capital		Contributed Surplus		Accumulated Deficit		Shareholders' Equity
Balance, September 30, 2025	9,250,000	$	588,890	$	97,696	$	(228,419)	$	458,167
Net loss for the period	-		-		-		(14,584)		(14,584)
Balance, December 31, 2025	**9,250,000**	**$**	**588,890**	**$**	**97,696**	**$**	**(243,003)**	**$**	**443,583**

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

1. INCORPORATION AND NATURE OF BUSINESS

Celestial Acquisition Corp. (the "**Corporation**") was incorporated under the *Business Corporations Act* (Ontario) on June 10, 2022 and is classified as a Capital Pool Company as defined in Policy 2.4 of the TSX Venture Exchange (the "**Exchange**"). The head and registered office of the Corporation is located at 181 Bay Street, Suite 1800, Toronto, Ontario, Canada, M5J 2T9. The common shares in the capital of the Corporation (the "**Common Shares**") commenced trading on the Exchange under the trading symbol "CES.P" on December 22, 2022.

The principal business of the Corporation is the identification and evaluation of assets or businesses with a view to completing a Qualifying Transaction (as defined under the policies of the Exchange) (the "**QT**"). The Corporation has not commenced commercial operations and has no assets other than cash. Given the nature of the activities, no separate segmented information is reported. The Corporation's continuing operations, as intended, are dependent on its ability to secure equity financing with which it intends to identify and evaluate potential acquisitions of assets or businesses which would constitute a QT, and once identified and evaluated, to negotiate an acquisition thereof or participation therein subject to receipt of regulatory and, if required, shareholder approval.

On December 22, 2022, the Corporation completed its initial public offering ("**IPO**") of 5,000,000 Common Shares at a purchase price of $0.10 per share for aggregate gross proceeds of $500,000. Haywood Securities Inc. (the "**Agent**") acted as agent in connection with the IPO. For its services, the Agent received an administrative fee, a cash commission of $50,000 as well as options ("**Agent's Options**") to purchase up to 500,000 Common Shares at an exercise price of $0.10 per Common Share until the earlier of December 22, 2027 and the date that is 12 months from the completion of the QT. The value attributed to the 500,000 Agent's Options was $40,000.

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

On February 24, 2026 the Board of Directors approved these unaudited condensed interim financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

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

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

The accounting policies applied by the Corporation in these unaudited condensed interim financial statements are the same as those applied by the Corporation in the audited financial statements for the year ended September 30, 2025.

Basis of Presentation

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

3. SHARE CAPITAL

Authorized - Unlimited Common Shares

Issued	#	$
Balance, September 30, 2024 through December 31, 2025	**9,250,000**	**588,890**

(in Canadian Dollars)

4. CONTRIBUTED SURPLUS

The directors of the Corporation approved a stock option plan pursuant to which the Corporation may grant directors, officers, employees and consultants of the Corporation non-transferable stock options (“**Options**”). The aggregate number of Common Shares issuable upon the exercise of all Options granted under the Plan shall not exceed 10% of the issued and outstanding Common Shares. A summary of the Option activities is as follows:

	Number of Options		Weighted Average Exercise Price
Balance, September 30, 2024 through December 31, 2025	**925,000**	**$**	**0.08**

A summary of the Options outstanding and exercisable at December 31, 2025 is as follows:

Expiry date	Options Outstanding and Exercisable		Exercise Price
September 30, 2027	425,000	$	0.05
December 22, 2027	425,000		0.10
February 7, 2029	75,000		0.10
	925,000	**$**	**0.08**

The weighted average life of the outstanding Options is 1.96 years.

On December 22, 2022, the Corporation issued 500,000 Agent’s Options to the Agents. Each Agent’s Option is exercisable at a price of $0.10 per share until the earlier of December 22, 2027 and the date that is 12 months from the completion of the QT. The value attributed to the 500,000 Agent’s Options issued as part of the IPO was $40,000, which was added to contributed surplus.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Capital Management

The Corporation's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. The Corporation includes equity, comprised of share capital and accumulated deficit, in the definition of capital.

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

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

Risk Disclosures and Fair Values

The Corporation's financial instruments carried at amortized cost, consists of accrued liabilities which approximate fair value due to the relatively short-term maturity of the instruments. It is management’s opinion that the Corporation is not exposed to significant interest, currency or credit risks arising from these financial instruments.

6. RELATED PARTY TRANSACTIONS

During the three months ended December 31, 2025, the Corporation incurred legal fees of $5,639 (2024 - $6,340) for services provided by a law firm whose partner is a director of the Corporation.

There was no other remuneration paid to key management personnel during the three months ended December 31, 2025 (2024 – $nil).