

Stable Infrastructure Inc.
(Formerly NFT Technologies Inc.)

Management's Discussion & Analysis
For the year ended December 31, 2024
(Expressed in Canadian Dollars, unless otherwise noted)

October 6, 2025

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Management's Discussion & Analysis

For the year ended December 31, 2024

This management discussion and analysis ("MD&A") of the results of the operations and financial position of Stable Infrastructure Inc. (Formerly NFT Technologies Inc.) (the "Company") should be read in conjunction with the Company's audited financial statements and accompanying notes for the year ended December 31, 2024, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") for financial statements issued by the International Accounting Standards Board. The Company reports its financial results in Canadian dollars and all references to \$ in this MD&A refer to the Canadian dollar.

The MD&A is intended to enable readers to gain an understanding of the Company's current results and financial position. To do so, we provide information and analysis comparing the results of operations and financial position for the current period to those of the same period of the prior year and the comparable period, where applicable. We also provide analysis and commentary that we believe is required to assess the Company's future activities. Accordingly, certain sections of this report contain forward-looking statements based on current plans and expectations. These forward-looking statements are affected by the risks and uncertainties that are discussed in this document on future prospects. Readers are cautioned that actual results could vary.

Management's Responsibility

The Company's management is responsible for the preparation and presentation of the financial statements and the MD&A. This MD&A has been prepared in accordance with the requirements of securities regulators, including National Instrument 51-102 of the Canadian Securities Administrators. Additional information regarding the Company, including the latest Annual Information Form, is available on our website at www.nfttech.com or through the SEDAR website at www.sedar.com.

Information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates and judgements are sometimes necessary to make a determination of future value for certain assets or liabilities. Management believes such estimates and judgements have been based on careful assessments and have been properly reflected in the accompanying financial statements. Management maintains a system of internal controls to provide reasonable assurances that the Company's assets are safeguarded and to facilitate the preparation of relevant and timely information.

Forward Looking Statements

This MD&A contains "forward-looking statements" within the meaning of applicable securities laws, such as statements concerning anticipated future events, results, circumstances, performance or expectations that are not historical facts. They are based on certain factors and assumptions, including expected growth, results of operations, business prospects and opportunities. Use of words such as "anticipate", "plan", "continue", "estimate", "expect", "intend", "propose", "may", "will", "project", "should", "could", "would", "believe", "predict", "target", "aim", "pursue", "potential" and "objective" and the negative of these terms or other similar expressions may indicate a "forward-looking" statement. These statements are not guarantees of future performance and are subject to numerous risks and uncertainties, including those described in our publicly filed documents and in this MD&A under the heading "Risks and Uncertainties". Those risks and uncertainties include, but are not limited to, the ability to maintain profitability and manage growth, reliance on information systems and technology, reputational risk, regulatory risks, reliance on key professionals, the ability to successfully integrate acquisitions, trends in digital collectables, market compliance with current smart contract standards, general economic conditions and pandemics, natural disasters or other unanticipated events. Many of these risks and uncertainties can affect our actual results and could cause our actual results to differ materially from those expressed or implied in any forward-looking statement made by us or on our behalf.

In particular, but without limiting the foregoing, this MD&A contains forward-looking statements pertaining to the Company's expectations of future robust software-based infrastructure and application development in Web 3.0 and digital asset ecosystem; the Company's ability to issue new shares from time to time; the Company's plans to offer advisory services and that such services will be done in-house; plans to acquire new NFTs from consulting launches and receipt of digital assets in exchange for consulting services; intention to pursue long term engagements in preference over short term engagements; intention to maintain ongoing market research into NFTs; profile and target customer base; investor access to portfolio and qualifications of such portfolio; plans to fund early stage projects; planned projects for the collection of NFTs, management of P2E gaming guilds and launching NFTs; investment business objectives, including portfolio management and participation in P2E gaming; consulting business offerings, including identification of target markets and opportunities; management's ability to leverage established networks and identify opportunities; the rate of returns from identified opportunities; significance, extent and effect of fluctuating profit margins on token and NFT resales; future profitability of the Guild; Assumption Management's expectation of continued profit margins for the Guild; plans to retain future earnings and payment of dividends; issuance of new equity instruments or raising additional debt financing; investment requirements for new funds; need for experienced members of management; continued negative cash flows from operations; range and depth of responses to potential cyber threats; involvement in projects not directly related to NFTs or digital assets; benefit of future blockchain technology and value management's experience in connection therewith; assumptions about general business and economic conditions; the availability of equity and other financing on reasonable terms or at all, including necessary financing to meet the Company's contractual obligations; the ability of the Company to identify and execute on value enhancement opportunities such as joint ventures, potential acquisitions and other divestitures.

With respect to the forward-looking statements contained in this MD&A, Management has assessed material factors and made assumptions regarding, among other things: expectation of gross profits below reported levels in future periods; volatility in trading price; supply chain disruption; Stable Infrastructure Inc. (formerly NFT Technologies Inc.) ability to obtain qualified staff and equipment in a timely and cost-effective manner; predictability and consistency of the legislative and regulatory regime governing taxes and cryptocurrencies; the value of cryptocurrencies potentially being subject to momentum pricing; the exposure of digital asset exchanges and other trading venues to fraud and potential failure; the impact of geopolitical events on the supply and demand for digital assets; uncertainty of the acceptance and/or widespread use of digital assets; future cash flows; future sources of funding and Stable Infrastructure Inc. (formerly NFT Technologies Inc.) ability to obtain external financing when required and on acceptable terms; future debt levels; the timely receipt of regulatory approvals; and the impact of industry competition.

The forward-looking statements contained herein reflect Management's current views, but the assessments and assumptions upon which they are based may prove to be incorrect. Although Management believes that its underlying assessments and assumptions are reasonable based on currently available information, given these risks and uncertainties, investors should not place undue reliance on forward-looking statements as a prediction of actual results.

These statements are made as of the date of this MD&A and, except as required by applicable law, we undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. Additionally, we undertake no obligation to comment on analyses, expectations or statements made by third parties in respect of us, our financial or operating results or our securities. All figures are in Canadian dollars except share and per share data unless otherwise noted.

Glossary

"Annual financial statements" means the Company's financial statements for Fiscal 2023.

"Fiscal 2021" means the fiscal year ended December 31, 2021.

"Fiscal 2022" means the fiscal year ended December 31, 2022.

"Fiscal 2023" means the current fiscal year ending December 31, 2023.

"Fuku Assets" means the protocol and source code associated with the development of the Fuku Marketplace, together with all intellectual property rights associated therewith.

"Fuku Marketplace" means a digital marketplace for NFTs and digital assets.

"Guild" means the Company's blockchain-based gaming guild, known as the GOAT Guild.

"MD&A" means this Management's Discussion and Analysis for the year ended December 31, 2023.

"NFT" means non-fungible token.

"P2E" or "Play-to-earn" means the blockchain-based video games where players have the ability to earn revenue, in the form of tokens (fungible or non-fungible) while they play.

"Q1 2021" means the three months ended March 31, 2021.

"Q2 2021" means the three and six months ended June 30, 2021.

"Q3 2021" means the three and nine months ended September 30, 2021.

"Q1 2022" means the three months ended March 31, 2022.

"Q2 2022" means the three and six months ended June 30, 2022.

"Q3 2022" means the three and nine months ended September 30, 2022.

"Q4 2022" means the year ended December 31, 2022.

"Q1 2023" means the three months ended March 31, 2023.

"Q2 2023" means the three and six months ended June 30, 2023.

"Q3 2023" means the three and nine months ended September 30, 2023.

"Q4 2023" means the year ended December 31, 2023.

"Q1 2024" means the three months ended March 31, 2024.

"Q2 2024" means the three and six months ended June 30, 2024.

"Q3 2024" means the three and nine months ended September 30, 2024.

"Q4 2024" means the year ended December 31, 2024.

"Realfevr" means Fantasy Revolution, S.A. a Portuguese company.

"Run It Wild" means Run It Wild Pty Ltd., Run it Wild Pty Ltd., a company organized under the laws of Australia.

"SAFT" means a Simple Agreement for Future Tokens, or "SAFT", a form of an investment contract that was created as a way to help new cryptocurrency ventures raise money without breaking financial regulations.

PART I – COMPANY AND HIGHLIGHTS

Company

The Company is working in the NFT space of unique digital assets and environments to develop new technologies, invest in digital assets and meaningful engagement in the Metaverse, and advise creators and platforms in the space.

The business of the Company is focused on three main business lines: (i) technology; (ii) investing; and (iii) consulting. The technology business line is focused on emerging technologies and creating new intellectual property in the NFT space. The investing business line is focused on the acquisition and trade of NFTs, including creating and maintaining a curated portfolio of collectible NFTs, investing in or potentially acquiring emerging companies whose focus is on developing technology and launching NFTs and the generation and sale of tokens and digital assets in connection with “play to earn” blockchain games and associated gaming guilds. The consulting business line is focused on assisting clients with the launch and marketing of their own brand of NFT.

Technology

The NFT space is a new and growing space which includes the collection and sales of individual tokens and digital assets, the platforms through which they are sold and traded and the evolving worlds of the Metaverse. With any new industry may come emerging technologies that furthers its growth. At Stable Infrastructure Inc. (formerly NFT Technologies Inc.), we intend to invest in and develop new technologies that we believe fit into and enhance the future of NFTs across the digital asset, cryptocurrency and blockchain technology sector. Current anticipated pipeline projects include technologies that improve the user experience of acquiring and organizing NFTs, more efficiently manage gaming guilds, and to ease and enhance the process of launching NFTs for specific industries. We believe that with our expertise, position in the industry and understanding of the NFT market, we can deploy capital and resources to build and launch technology that helps move the industry forward.

Investing

Through our investing business line, our team aims to: (i) manage a diverse portfolio of specially curated NFTs; (ii) support platforms and creators in the digital asset ecosystem; and (iii) actively participate in the P2E gaming ecosystem. As part of our investment strategy, we have founded a blockchain-based gaming guild, known as the GOAT Guild (the "Guild") to engage in P2E blockchain games and engage in the secondary NFT resale market associated with such games.

Consulting

We offer advisory services in the NFT sector to analyze potential customer's brand, audience and platforms and to help the customer determine what type of NFT may work best for them. Any work required to develop and mint the customer's digital assets, NFTs or tokens, such as coding, video editing and other creative work, is done in-house. After the NFT is created, the Company organizes and executes the launch in collaboration with the creator to maximize attention and traction.

The Company's strategy in connection with launching advisory services is to work with clients on a percentage-based compensatory scheme. Through its project-launching advisory services, the Company intends to: (a) acquire new NFTs from individual launches for its NFT portfolio; (b) increase market awareness of its services through high-profile launches; and (c) increase opportunity for partnership marketing. We may offer consulting services in exchange for cash, digital assets, tokens from a TGE or other assets and/or stakes in the projects on which we consult on.

Date and Subject of Report

The following is Management's Discussion and Analysis of the results of operations and financial position of Stable Infrastructure Inc. (formerly NFT Technologies Inc.) as at and for the year ended December 31, 2024, and to the date of this MD&A.

This MD&A should be read in conjunction with the audited financial statements for the year ended December 31, 2024.

The Company reports its financial results in Canadian dollars and all references to \$ in this MD&A refer to the Canadian dollar. All financial information in this MD&A is derived from the Company's financial statements for the years ended December 31, 2024 and 2023 are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

PART II – REVIEW OF FINANCIAL RESULTS

Overall Performance

During the year ended December 31, 2024, the operating costs decrease compared to prior year. However, the management is constantly taking initiatives to preserve cash by cutting operating expenses given the challenging conditions of capital markets and crypto markets. The Company maintains relationships with blockchain developers, Web3 ecosystem participants, and key industry leaders developed through its prior operations in the NFT and digital asset space. The Web3 and blockchain sector is characterized by rapidly evolving market opportunities, with investor and developer interest shifting between different applications and use cases over time. While the Company has scaled back active operations, management believes these industry relationships position the Company to identify potential opportunities as market conditions evolve. The Company's near-term focus is on maintaining its corporate structure, managing costs, satisfying its regulatory obligations, and monitoring developments in the broader blockchain and digital asset ecosystem. The Company's name change to Stable Infrastructure Inc. in September 2025 reflects management's view that stablecoin infrastructure and related technologies represent a potentially significant area of future development within the sector.

Below is a table which provides some selected information to provide an overall performance of the Company:

Year ended December 31,	2024	2023
Total Revenue	\$nil	\$nil
Net Loss	\$(429,779)	\$(4,130,849)
Loss per Share – basic and diluted	\$(0.00)	\$(0.04)
As at	Dec 31, 2024	Dec 31, 2023
Current Assets	\$2,475	\$79,783
Total Assets	\$3,300	\$111,077
Total Current Liabilities	\$1,273,998	\$1,031,009
Total Non-Current Liabilities	\$nil	\$nil
Working capital (deficit) surplus	\$(1,270,698)	\$(919,932)

Net loss decreased significantly from 2023 to 2024, primarily due to reduced operating expenses and the absence of impairment charges. Fiscal 2023 included significant non-cash impairment charges on investments, SAFT advances, and loan receivables. In 2024, general and administrative expenses decreased as the Company reduced staffing, eliminated external consultants, and ceased sales/marketing and R&D activities as part of its cash preservation strategy.

Total assets declined year-over-year, reflecting consumption of remaining cash reserves and depreciation of equipment. Total current liabilities increased due to accumulation of unpaid trade payables, accrued management fees, and a promissory note payable.

The Company had no non-current financial liabilities in either period.

Except as disclosed herein, there are no known trends, commitments, events or uncertainties that are presently known to management which would be reasonably expected to have a material effect on the Company's business, financial condition, or results of operations.

Refer to *PART V – ACCOUNTING POLICIES, ESTIMATES, AND INTERNAL CONTROLS* to review the Company's revenue recognition policy.

Token and NFT resale

SAFTs, as legally binding contracts set rights and obligations of counterparties to a sell/buy transaction, performance obligation is a transfer of digital asset from the party which wishes to sell to the party who wishes to buy such digital asset. Transaction price is the agreed upon price at the time of transaction, which is allocated to a single performance obligation in its entirety and recognized at a point in time as performance obligation is fulfilled.

Play-to-earn gaming

The Company has developed software systems and infrastructure to manage play-to-earn gaming ecosystems. While the Company maintains these technological capabilities, it does not currently engage game scholars or actively operate gaming activities. The Company's systems were previously designed to facilitate game-based tasks and digital asset management, with performance obligations completed when digital assets were deposited to Company-owned wallets and transaction prices determined based on market prices of digital assets received.

Web3 ecosystem website management

The Company manages websites related to the Web3 ecosystem, including event guide platforms that identify important global networking events and conferences across different industry niches. These platforms allow event organizers to submit their events, accept submissions from the public, and aggregate publicly available information from various sources. Revenue recognition occurs when services are provided and performance obligations are fulfilled.

The following discussion and analysis of the Company's financial condition and results of operations for the year ended December 31, 2024 and 2023 should be read in conjunction with the Annual 2024 Financial Statements.

The year ended December 31, 2024, compared to the year ended December 31, 2023

Year ended December 31,	2024	2023	Change	Change
	\$	\$	\$	%
Revenue	—	—	—	0%
Cost of revenue - write down of inventory	—	(43,212)	43,212	-100%
Gross loss	—	(43,212)	43,212	-100%
Expenses				
General and administration	417,632	1,888,989	(1,471,357)	-78%
Sales and marketing	—	149,060	(149,060)	-100%
Research and development	—	240,557	(240,557)	-100%
Total expenses	417,632	2,278,606	(1,860,974)	-82%
Operating loss	(417,632)	(2,321,818)	1,904,186	-82%
Other income (expenses)				
Interest expense on promissory note	(6,493)	—	(6,493)	-100%
Fee and other expenses	(14,389)	—	(14,389)	-100%
Gain from revaluation of digital assets	11,102	95,075	(83,973)	-88%
Impairment of investments	—	(1,319,730)	1,319,730	-100%
Impairment of advances for SAFTs	—	(562,800)	562,800	-100%
Impairment of loan receivable	—	(20,000)	20,000	-100%
Foreign exchange loss	(2,367)	(1,576)	(791)	50%
Loss before tax	(429,779)	(4,130,849)	3,701,070	-90%
Income tax expense	—	—	—	0%
Net loss	(429,779)	(4,130,849)	3,701,070	-90%

Breakdown of operating expenses is as follows:

Year ended December 31,	2024	2023	Change	Change
	\$	\$	\$	%
General and administration:				
Salaries, wages and benefits	241,828	604,258	(362,430)	-60%
Professional and consulting fees	62,466	572,597	(510,131)	-89%
Office costs	25,786	399,312	(373,526)	-94%
Share-based payments	79,013	303,202	(224,189)	-74%
Depreciation	8,539	9,620	(1,081)	-11%
Business development	—	—	—	0%
Total general and administration	417,632	1,888,989	(1,471,357)	-78%
Sales and marketing:				
Advertising	—	84,344	(84,344)	-100%
Travel	—	59	(59)	-100%
Investor and marketing communication	—	61,678	(61,678)	-100%
Website hosting	—	2,979	(2,979)	-100%
Total sales and marketing	—	149,060	(149,060)	-100%
Research and development:				
Marketplace and digital asset development	—	240,557	(240,557)	-100%
Total research and development	—	240,557	(240,557)	-100%

The Company generated revenue of \$nil during the year ended December 31, 2024 (\$nil during the year ended December 31, 2023) while cost of revenue was \$nil during the year ended December 31, 2024 (\$43,212 during the year ended December 31, 2023) which pertains to write down of inventory.

The Company reported general and administrative expenses were \$417,632 during the year ended December 31, 2024 (\$1,888,989 during the year ended December 31, 2023). The decrease in expenses was primarily the result of minimum business activities across every business unit. Share-based payments of \$79,013 reported during the year ended December 31, 2024 (\$303,202 during the year ended December 31, 2023) included in general and administrative expenses are non-cash costs.

The Company reported consulting and advisory service expenses were \$62,466 during the year ended December 31, 2024 (\$572,597 during the year ended December 31, 2023). The decrease was primarily due to reduced operational activity and cost containment measures. The Company reduced its use of external advisors as part of its cash preservation strategy, bringing certain functions in-house or eliminating them entirely. These included (a) work outsourced to external consultants, (b) recruitment costs, (c) legal fees in relation to review of agreements and disclosures and general corporate matters, (d) regulatory and filing fees, (e) tax and audit fees, and (f) investor relations, and other advisory services.

The Company reported research and development costs of \$nil during the year ended December 31, 2024 (\$240,557 during the year ended December 31, 2023). The decrease is largely due to the management's conclusion that the Company is no longer in its development phase of lifecycle.

The Company reported sales and marketing expenses of \$nil during the year ended December 31, 2024 (\$149,060 during the year ended December 31, 2023). The decrease was primarily due to the decreased marketing campaigns of Stable Infrastructure Inc. (Formerly NFT Technologies Inc.) as a brand and other complimentary marketing efforts.

The Company reported other expenses of \$12,147 during the year ended December 31, 2024 (\$1,809,031 during the year ended December 31, 2023). The decrease is primarily because of the impairment of investments during the year.

Summary of Quarterly Information

Three months ended	Dec-24	Sep-24	Jun-24	Mar-24	Dec-23	Sep-23	Jun-23	Mar-23
	\$	\$	\$	\$	\$	\$	\$	\$
Total revenue	—	—	—	—	—	—	—	—
Net loss	(429,779)	(297,604)	(227,559)	(107,005)	(4,130,849)	(2,143,317)	(1,220,662)	(538,273)
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.00)	(0.04)	(0.02)	(0.01)	(0.01)

The Company has not generated revenue since Q3 2022, when it wound down its NFT resale, play-to-earn gaming, and auction fee-sharing activities due to unfavorable conditions in the digital asset markets.

Quarterly losses in 2023 were elevated due to higher operating costs while the Company was still transitioning from active operations, as well as significant non-cash impairment charges recorded in Q4 2023 on investments, SAFT advances, and loan receivables.

In 2024, quarterly losses were substantially reduced, reflecting management's cost containment initiatives including reduced staffing, elimination of external consultants, and cessation of sales/marketing and R&D activities. The Company incurred no impairment charges in 2024.

The overall trend reflects the Company's transition from an operationally active company to a maintenance posture, focused on preserving its corporate structure while managing costs and monitoring the market for potential future opportunities.

The following significant events occurred during the three months ended December 31, 2024:

Delisting from Cboe Canada Inc.

Effective November 1, 2024, the Company's common shares were delisted from Cboe Canada Inc. (formerly NEO Exchange Inc.). The delisting followed a period of suspension that commenced in June 2024 due to the Company's non-compliance with the Exchange's continuous listing requirements. Pursuant to section 11.06(1) of the Cboe Canada Listing Manual, the securities were delisted 150 days

from the date of suspension. As a result of the delisting, the Company's common shares are no longer listed on any regulated stock exchange. The shares may continue to be quoted on unregulated over-the-counter markets in the United States. [Lawyer to review language regarding trading status and OTC quotation]

Liquidity and Working Capital

During the fourth quarter, the Company continued to accrue unpaid trade payables and management fees as part of its cash preservation strategy. As at December 31, 2024, trade payables and accrued liabilities totaled \$1,150,064, and amounts owing to key management personnel totaled \$573,563. The Company remains reliant on the support of its directors and creditors to continue operations while it pursues the revocation of the cease trade order and evaluates strategic alternatives

Outlook

The Company continues to monitor developments in emerging technologies adjacent to its core focus on Web3, Decentralized Physical Infrastructure Networks (DePIN), and blockchain infrastructure. Management has observed growing interest in the intersection of generative AI and digital assets, including potential applications such as token-gated access to AI-powered tools and services. While the Company is not actively pursuing any specific initiatives in this area at present, management believes that developments at the convergence of AI and blockchain technologies may present future opportunities consistent with the Company's experience in the digital asset sector. We believe Generative AI technologies, a burgeoning field in the realm of artificial intelligence, represents the next iteration of generative art. Generative AI has already shown that it can transform the way we create and perceive art, music, and language. These technologies leverage machine learning algorithms to generate novel content, be it a piece of music, a work of art, or a written text, that is often indistinguishable from those created by humans. Stable Infrastructure Inc. (formerly NFT Technologies Inc.) has been a strong proponent and supporter in pushing the boundaries of this technology to cater to evolving consumer demands. We believe the next monetization opportunities are going to be in producing and leveraging these new tools and shepherding the compute resources for all creators rather than simply managing and producing end-user products with the tools ourselves. We are currently developing strategies to monetize this trend and seek opportunities to partner and invest in this area.

The Company will also remain diligent on its cost-cutting initiatives to effectively reduce operating losses while adjusting to the quickly evolving blockchain technology landscape. One of the key priorities in first half of fiscal 2025 will be to accelerate the monetization of its P2E dashboard Cashdash through the previously announced acquisition of Sherwa. The launch of Cashdash will enable players to find, play and choose between multiple P2E games from which the Company will generate revenue from the initial listing fees of games and receive a fee in return for its service.

The Company remains committed to the creation of shareholder value. The directors and management have a wide entrepreneurial network which provides a range of future opportunities. The Company's common shares were delisted from Cboe Canada Inc. (formerly NEO Exchange Inc.) effective November 1, 2024 and are not currently listed on any regulated stock exchange. The shares may continue to be quoted on unregulated over-the-counter markets in the United States. The company has already listed its common shares with Neo Exchange Inc., the Frankfurt Stock Exchange, and the OTC Markets. The Company has also expanded access to its common shares for international investors through eligibility for electronic clearing and settlement through the Depository Trust Company ("DTC") in the United States. The Company will continue investing in projects and activities that attract investor interest and offer significant growth potential.

The foregoing projected outlook constitutes forward-looking information and is intended to provide information about management's current expectations for the Company's fiscal 2023. Although considered reasonable as of the date hereof, such outlook and the underlying assumptions may prove to be inaccurate. Accordingly, actual results could differ materially from the Company's expectations as set forth herein. See "*Forward-Looking Statements*".

In preparing the above outlook, the Company assumed, among other things, that the operators of the P2E games underlying the Guild's activities will meet expected development milestones and player-base forecasts for the applicable period. This section includes forward-looking statements. See "*Forward-Looking Statements*".

The Company's continuing operations as intended are dependent upon its ability to attain profitable operations and generate funds therefrom and raise equity capital or obtain the necessary financing sufficient to meet current and future obligations.

PART III – FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

Liquidity

The Company's objective when managing its liquidity and capital structure is to generate sufficient cash to fund the Company's operating and growth requirements.

The following table provides an overview of the Company's liquidity status of the Company:

As at	December 31, 2024	December 31, 2023
	\$	\$
Cash and cash equivalents	2,475	2,957
Current assets	2,475	79,783
Current liabilities	1,273,998	1,031,009
Working capital (deficit) surplus	(1,271,523)	(951,226)

Going Concern

During the year ended December 31, 2024, the Company incurred a net loss of \$429,779 and negative cash flows from operating activities of \$162,448. As at December 31, 2024, the Company has an accumulated deficit of \$18,919,569. The Company generates revenue and is incurring costs to develop its business. Management carefully monitors cash outflows and seek additional sources of financing to ensure continued operations.

During the year ended December 31, 2024, the Company reduced significant amount of development costs, and expects to remain diligent on its cost-cutting initiatives to effectively reduce operating losses for 2024. The Company's continuing operations as intended are dependent upon its ability to attain profitable operations and generate funds therefrom and raise equity capital or obtain the necessary financing sufficient to meet current and future obligations.

These financial statements do not include any adjustments to the classification and amounts of assets and liabilities that may be required should the Company be unable to continue as a going concern. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. These conditions indicate the existence of material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern. Although the Company has been successful at raising funds in the past through the issuance of securities and obtaining loans, it is uncertain whether it will be successful in doing so in the future or at terms that are acceptable to the Company.

Capital Resources

The Company generates revenue and is incurring costs to develop its business. Management carefully monitors cash outflows and seek additional sources of financing to ensure continued operations. The Company's continuing operations as intended are dependent upon its ability to attain profitable operations and generate funds therefrom and raise equity capital or obtain the necessary financing sufficient to meet current and future obligations.

In addition, the Company has alternative options to improve its capital resources, such as:

- Financing its operations through the issuance of debt;
- Entering into strategic partnerships to access diverse markets and categories; and
- Divesting non-core or redundant assets.

Dividends

The Company currently intends to retain any future earnings to fund the development and growth of its business and does not currently anticipate paying dividends on the Common Shares. Any determination to pay dividends in the future will be at the discretion of the Board and will depend on many factors, including, among others, restrictions in any credit arrangements the Company may enter in the future, the Company's financial condition, current and anticipated cash requirements, contractual restrictions and financing agreement covenants, solvency tests imposed by applicable corporate law and other factors that the Board may deem relevant.

Cash Flow Information

The following table provides an overview of the Company's cash flows for the year ended December 31, 2024 and 2023.

Year ended December 31,	2024	2023
	\$	\$
Net cash provided by (used in):		
Operating activities	(162,448)	(1,073,648)
Investing activities	38,032	108,983
Financing activities	123,934	819,351
(Increase) decrease in cash	(482)	(145,314)

Operating Activities

The Company used \$162,448 of cash in operating activities during the year ended December 31, 2024, compared to \$1,073,648 used in the year ended December 31, 2023. The Company has used less cash in operations than in previous year because there were no business activities during the year.

Investing Activities

The Company provided \$38,032 of cash in investing activities during the year ended December 31, 2024, compared to \$108,983 in the year ended December 31, 2023. Mainly by proceeds from the sale of digital assets.

Financing Activities

The Company generated \$123,934 through financing activities during the year ended December 31, 2024, compared to \$819,351 during the year ended December 31, 2023. This was mainly due to the promissory note payable.

Financial Position

The following table sets forth selected information regarding the Company's financial position:

As at	December 31, 2024	December 31, 2023
	\$	\$
Cash and cash equivalents	2,475	2,957
Restricted cash	—	5,000
Prepaid expenses and deposits	—	71,826
Digital assets	—	21,930
Property and equipment	825	9,364
Trade payables and accrued liabilities	1,150,064	1,031,009
Promissory note payable	123,934	—
Shareholders' equity	(1,270,698)	(919,932)

The following discussion addresses the above noted factors regarding the Company's financial position:

Cash and cash equivalents

As of December 31, 2024, the Company had cash of \$2,475 compared to \$2,957 as of December 31, 2023. The changes in cash are discussed above in the summary of cash flow activities. See above "*Cash Flow Information*".

Restricted cash

The Company held \$nil in the Guaranteed Investment Certificate (GIC) which is used as a security for corporate credit cards.

Prepaid expenses and deposits

The balance is made up of prepayments for insurance, marketing and investor relation services and a deposit payment for payroll services.

Note receivable

On March 18, 2022, the Company entered into a non-binding letter of intent the Sherwa LOI with Sherwa and the Sherwa Shareholders, setting forth the terms and conditions of the proposed acquisition by the Company of all of the issued and outstanding Sherwa Shares in consideration for 2,000,000 common shares of the Company. Concurrently, the Company agreed to extend funding to Sherwa for working capital needs until the close of the proposed acquisition.

As at December 31, 2024, the amount is nil.

Digital assets

The Company converted digital assets to fiat currencies to provide support to business operations. Generally, the increase of balance is attributable to appreciation of digital assets, funding of digital wallets through acquisition of stable coins with cash, digital asset drops pursuant to the SAFT arrangement vesting schedules and the decrease is attributable to depreciation of digital asset holdings, digital assets being used as payments for services, conversion of digital assets to fiat currencies, i.e., a digital wallet withdrawal.

Digital assets consist of liquid tokens, gaming, SAFT tokens, and Gaming Guild tokens. While the Gaming Guild digital collectibles are non-fungible assets, Gaming Guild tokens are fungible tokens, used as the currency of the ecosystem (for buying and selling assets, but also as the method of payment for the play-to-earn games).

Property and equipment

During the year ended December 31, 2023, the Company has not acquired any new items of property and equipment, and depreciation recorded for the period was \$8,539 leading to decrease in net book value as of December 31, 2024 as compared to December 31, 2023 (\$9,620).

Intangible assets

The Company entered the Fuku Purchase Agreement on March 17, 2022, pursuant to which the Company acquired from the vendor thereunder, all of such vendor's right, title and interest to the Fuku Assets. The total purchase price for the Fuku Assets was agreed between the Company and vendor as 1,212,122 common shares of the Company at \$1.00 per common share. The management concluded that this acquisition does not constitute a business combination, therefore an asset acquisition accounting was applied accordingly.

The Company incurred \$350,620 of research and development costs which were expensed and were included in research and development in the statement of loss. Given the recent high volatility of crypto markets, the Company has deferred the launch of Fuku tokens.

Intangible assets are subject to an annual impairment test on Fuku Assets in accordance with IAS 36. The company used the Value in Use to measure the fair value of Fuku Assets. The result of this analysis was the recoverable amount was less than the carrying value, therefore impairment was necessary. The impairment was \$nil (based on the income approach) for the year, which resulted in a carrying value of \$nil as of December 31, 2022. Discount rate of return utilized in value in use was model was 34%.

On March 30, 2023 the parties to the agreement provide their mutual consent for the termination of the agreement provided by no later than April 13, 2023, the Company shall pay the investor an amount of 60,000 USDT (i.e 30% of the initial purchase consideration paid under the agreement).

Investments

On October 15, 2021, the Company entered into a binding letter of intent with the former CEO of the Company for the purchase of his holdings in Fantasy Revolution, S.A. a Portuguese company ("Realfevr"). The Company had to issue 833,333 common shares in exchange for 173,710 common shares of Realfevr. The parties entered into the share exchange agreement in relation to this transaction on January 11, 2022, at which time the 833,333 common shares were issued and the Company received the undertaking from the former CEO for the delivery for the Realfevr common shares upon completion of Realfevr's corporate reorganization. As at December 31, 2022, the Company used the then recent capital raise of Realfevr to determine its fair market value. As a result, a write up of \$819,730 was performed on the original purchase price of \$500,000. As at December 31, 2023, due to the prolonged delay in share issuance and prevailing uncertainties surrounding the recoverability of the investment, primarily driven by global economic conditions affecting the crypto asset market and the illiquidity of such instruments, management reassessed the carrying amount of the investment.

Based on the assessment, the Company determined that the recoverable amount of the investment was \$nil. Accordingly, the carrying value was written down to zero, resulting in the recognition of an impairment loss of \$nil. As at December 31, 2024 the balance is nil.

Trade payables and accrued liabilities

This balance includes liabilities incurred in a regular course of business. The balance has increased due to the timing difference of recognition and settlement of payables.

Shareholders' equity

Shareholders' equity decreased due to comprehensive net loss of \$429,779.

Outstanding Share Data

As of the date hereof, the Company has 105,431,459 common shares.

Off-Balance Sheet Arrangements

As of the date of this MD&A, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial position of the Company including, without limitation, such considerations

as liquidity and capital resources that have not previously been discussed.

PART IV – RISKS

The Company is subject to many risks which are outlined in the Company's preliminary long form non-offering prospectus under the section entitled "Risk Factors", which is available on SEDAR at www.sedar.com. In addition, please see "*Part V – Accounting Policies, Estimates, and Internal Controls – Capital Management – Financial Instruments and Financial risk management*" for the analysis of financial risk factors.

PART V – ACCOUNTING POLICIES, ESTIMATES, AND INTERNAL CONTROLS

Significant Accounting Policies

The Company has prepared the accompanying financial statements in accordance with International Financial Reporting Standards ("IFRS"). Significant accounting policies are described in Note 4 of the Company's financial statements as at and for the year ended December 31, 2024.

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

Accounting Estimates and Judgments

In the application of the Company's accounting policies, management is required to make judgments, estimates, and assumptions that affect the carrying amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses for the periods presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant, the results of which form the basis of the valuation 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 year in which the estimate is revised if the revision affects only that year or in the year of the revision and future years if the revision affects both current and future years.

Judgments

Judgment is used in situations when there is a choice and/or assessment required by management. The following are critical judgments apart from those involving estimations that management has made in the process of applying the Company's accounting policies and that have a significant effect on the amounts recognized in the financial statements.

Going concern

Determining if the Company has the ability to continue as a going concern is dependent on its ability to secure debt and equity financing, and to achieve profitable operations. Certain judgements were made when determining if and when the Company will secure debt and equity financing and achieve profitable operations.

Indicators of impairment

The Company assesses the impairment of its assets in accordance with International Accounting Standards ("IAS") 36. Management of the Company applies judgment throughout the fiscal year in assessing whether any events, facts, or circumstances are potential indicators of impairment.

Classifications of digital assets and digital collectibles

The accounting treatment of digital assets and digital collectibles requires judgement to be classified as either inventory, intangible assets or investments.

Estimates

Critical accounting estimates are those that require management to make assumptions about matters that are highly uncertain at the time the estimate or assumption is made. Critical accounting estimates are also those that could potentially have a material impact on the Company's financial results where a different estimate or assumption is used. The significant areas of estimation uncertainty are:

Valuation of digital currencies (digital assets and collectibles)

Digital assets are considered to be identifiable non-monetary assets without physical substance and are treated as intangible assets not subject to amortization under the scope of IAS 38 Intangible Assets. Digital assets are measured at fair value using the quoted price on

<https://www.coingecko.com/>. The Company also confirms quoted price on <https://coinmarketcap.com/> to ensure accuracy. Any price difference is considered immaterial. Management considers this fair value to be Level 2 input under IFRS 13 Fair Value Measurement fair value hierarchy as these are quoted prices on active markets that the Company can access on the measurement date.

Carrying value of note receivable

The Company's estimate of allowance on note receivable is based on an Expected Credit Loss ("ECL") approach that employs an analysis of historical data, economic indicators and experience of delinquency and default to estimate the amount that may default as a result of past or future events, with certain adjustments for other relevant circumstances influencing the recoverability of these notes receivable.

Default rates, loss rates and the expected timing of future recoveries are periodically benchmarked against actual outcomes to ensure that they remain appropriate. Future customer behavior may be affected by several factors, including changes in interest and unemployment rates and program design changes. Impairment of loans is assessed based on whether there has been a significant increase in credit risk since origination and incorporation of forward-looking information in the measurement of expected credit losses.

Impairment of intangible assets

The Company evaluates each asset or cash generating asset every reporting period to determine whether there are any indications of impairment. If any such indication exists, which is often judgmental, a formal estimate of recoverable amount is performed, and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an asset or cash generating group of assets is measured at the higher of fair value, less costs to sell and value in use. The evaluation of asset carrying values for indications of impairment includes consideration of both external and internal sources of information, including such factors as revenue growth rate, market share, and required return on venture investments. When required, the determination of fair value and value in use requires management to make estimates and assumptions about expected revenue from service contracts, growth rate of revenue generating asset, and costs of disposal. The estimates and assumptions are subject to risk and uncertainty; hence, there is the possibility that changes in circumstances will alter these projections, which may impact the recoverable amount of the assets. In such circumstances some or all of the carrying value of the assets may be further impaired or the impairment charge reduced with the impact recorded in the statement of comprehensive income.

Investments

The fair value of investments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions see Note 11.

The directors have determined that they do not control any of the Company's investments, primarily as in all cases the Company's interest in the equity of these companies are less than 5% and the Company is not exposed, and has no right, to variable returns from these companies.

Useful life of property and equipment

Property and equipment consist of computers, furniture and fixtures which have an estimated useful life of 3 and 5 years respectively are depreciated on a straight - line basis. The estimated useful lives and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Shares issued for services and investments

The Company estimated the fair value of shares issued for services and investments by reference to the share value observed in private placement equity financings that were completed around the time of provision of services and acquisition of investments.

Share-based payments

The Company uses the Black-Scholes option pricing model to determine the fair value of performance share units (PSU), broker warrants, and stock options. In estimating the fair value, management is required to make certain assumptions and estimates such as the fair value of the underlying share, the expected life of the units, shares, warrants or stock options, volatility of the Company's future share price, risk-free rate, future dividend yields, and estimated forfeitures. Changes in assumptions used to estimate fair value could result in different outcomes.

Revenue recognition

The Company recognizes revenue from minting and resale of non-fungible tokens (NFTs), play-to-earn gaming and commission earned on an auction site. As consideration for these services, the Company receives digital collectibles or assets from the mining pools in which it participates. Revenue is recognized when the Company receives payouts from the mining pools in which it participates.

Determination of separate elements under the terms of the contract and completion of performance obligation may be subject to significant judgment exercised by management.

Related Party Transactions

The Company's related parties include its key management personnel (being the directors and executive officers) and entities controlled by them.

Key Management Personnel

The Company's key management personnel consist of Wayne Lloyd, who serves as Executive Chairman and Chief Executive Officer. Mr. Lloyd provides executive management services to the Company, including oversight of corporate governance, regulatory compliance, strategic planning, and day-to-day management activities.

Compensation to key management personnel was as follows:

	December 31, 2024	December 31, 2023
	\$	\$
Management fees	255,125	283,042
Share-based payments	62,588	102,422
Total compensation	317,713	385,464

1) Management fees are payable to Vindemy Advisors Ltd., a company controlled by Mr. Lloyd, at a rate of \$20,000 per month for executive management services. As part of the Company's cash preservation strategy, these fees have been accruing rather than being paid. As at December 31, 2024, management fees of \$573,563 (2023: \$328,947) were owing to Mr. Lloyd and are included in trade payables and accrued liabilities. These amounts are unsecured, non-interest bearing, and have no fixed terms of repayment:

	December 31, 2024	December 31, 2023
	\$	\$
Executive Chairman	573,563	328,947
Total management fees payable included in trade payables and accrued liabilities balance	573,563	328,947

Other Directors

The Company's other directors receive stock option grants from time to time as compensation for their services. No new option grants were made during fiscal 2024; share-based compensation expense recognized in the period relates to the continued vesting of options granted in prior years.

Promissory Note Payable to Director

In June 2024, the Company entered into a secured promissory note agreement with Jeremy Gardner, an independent member of the Board of Directors, for USD \$75,000 (C\$123,934 at December 31, 2024). The proceeds were used for working capital purposes, including the renewal of the Company's directors' and officers' liability insurance. The note bears interest at 12% per annum, calculated monthly, with a maturity date of December 7, 2025. This promissory note maturity date has been amended to December 7, 2026. In addition to principal and interest, the Company agreed to pay a loan fee of USD \$10,000. The note is secured by the Company's interest in a SAFT Note in the Metablox Token and shares in Portal Defi. Interest expense of \$6,493 was recognized in fiscal 2024.

Other Related Party Transactions

There were no other related party transactions during the year ended December 31, 2024.

Accounting Policies

The Company adopted the following accounting standards during the year ended December 31, 2024:

Advances of Simple Agreement for Future Tokens (SAFTs)

The Company has classified digital assets as long-term where the digital assets acquired via SAFT which have terms where the digital assets are released over time. SAFT is a contractual investment agreement that involves the agreement of the authorized investors to finance the crypto developers' projects in exchange for crypto tokens at a future date. The SAFT contract is deemed a financial asset which is measured at fair value using an options pricing model with fair value changes recorded within statement of loss.

Digital collectibles

Digital collectibles consist of NFTs and gaming guild NFTs. Digital collectibles meet the definition of IAS 2 Inventory as these NFTs are held for sale in the ordinary course of business. They are recorded at lower cost or net realizable value. Net realizable value is the estimated selling price of digital collectibles during the normal course of business less estimated selling expenses.

Investments

The investments are made by way of membership units or common stock of the entity.

Securities, including shares, options, and warrants which are traded on a recognized securities exchange and for which no sales restrictions apply are recorded at fair values based on quoted closing prices at the statement of financial position date or the closing price on the last day the security traded if there were no trades at the statement of financial position date.

Securities in privately held companies (other than options and warrants) are initially recorded at cost, being the fair value at the time of acquisition. At the end of each financial reporting period, the Company's management estimates the fair value of investments using a valuation technique.

With respect to valuation, the financial information of private companies in which the Company has investments may not always be available, or such information may be limited and/or unreliable. Use of the valuation approach may involve uncertainties and determinations based on the Company's judgment and any value estimated from these may not be realized or realizable. In addition, the Company will take into account general market conditions when valuing the privately held investments in its portfolio. In the absence of occurrence of any of these events or any significant change in general market conditions indicates generally that the fair value of the investment has not materially changed

The investments are considered financial assets which are measured at fair value through profit or loss. Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognized in the statement of loss.

Intangible assets

Intangible assets with finite useful lives are recorded at cost less accumulated amortization and accumulated impairment losses. They are amortized on a straight-line basis over their estimated useful lives.

Intangible assets with indefinite useful lives are measured at cost, less any accumulated impairment and are not amortized.

The estimated useful life and amortization method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis.

Note receivable

Long-term receivable is recognized when the right to receive the amount is established and the amount can be measured reliably in accordance with the terms of the contract. These receivables are derecognized on repayment, or when written off, or substantially all of the risks and rewards of ownership are transferred. Per IFRS 9.5.5.3 at each reporting date, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

Impairment of non-financial assets

The Company assesses the recoverable amount of non-financial assets, at each reporting period, for indicators of impairment. If any indication exists the Company estimates the recoverable amount for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or cash-generating unit (CGU) exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount which is the higher of fair value less costs of disposal and its value in use. In assessing value in use, the estimate future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. In determining fair value less costs of disposal, recent market transactions are considered or an appropriate valuation model is used. An impairment loss is recognized in the statement of loss if the carrying amount of an asset or CGU exceeds its recoverable amount.

A previously recognized impairment loss is reversed when there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited to its recoverable amount and cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of loss.

Revenue

The Company's revenue is derived from the following business segments:

- Minting and resale of non-fungible tokens (NFTs)
- Play-to-earn gaming
- Commission earned on an auction site

The Company recognizes revenue in accordance with IFRS 15, Revenue from contracts with customers, which follows the following five-step contract-based analysis of transactions to determine if, when and how much revenue can be recognized:

1. Identify the contract with a customer;
2. Identify the performance obligation(s) in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligation(s) in the contract; and
5. Recognize revenue when or as the Company satisfies the performance obligation(s).

Revenue is recognized when a performance obligation is satisfied and the customer obtains control of promised goods and services. The amount of revenue recognized reflects the consideration to which the Company expects to be entitled to receive in exchange for these goods and services.

Digital assets and NFT resale

The legally binding contracts are regulated by platforms and smart contract mechanisms that set rights and obligations of counterparties to a sell/buy transaction, performance obligation is a transfer of digital assets from the party which wishes to sell to the party who wishes to buy such digital assets. Transaction price is the agreed upon price at the time of transaction, which is allocated to a single performance obligation in its entirety and recognized at a point in time as performance obligation is fulfilled.

Play-to-earn gaming

The Company engages "game scholars," individuals who play games on behalf of the Company, with the goal to earn game-based digital assets. The players use the Company's game assets, digital assets, to play games and receive a fee in return for their service. The rights and obligations are set out by a legally binding agreement, performance obligation is completion of game-based tasks for a reward which is automatically deposited to the Company-owned wallet. The transaction price is determined based on a market price of digital asset(s) received and recognized at a point in time when delivery occurs.

Auction fee sharing

The Company earns a portion of auction fee for each NFT sale completed, the rights and obligations are governed by a smart contract mechanism on the auction's blockchain. The performance obligation is a sale of NFT. The transaction price is the fee amount on each completed transaction and is allocated to one performance obligation in its entirety, which is recognized at a point in time when NFT sale is completed.

Business combinations

The Company applies the acquisition method in accounting for business combinations by allocating the purchase price to the fair value of the assets acquired at the acquisition date, with any difference recognized as goodwill.

Judgement is used in determining whether an acquisition is a business combination or an asset acquisition. In determining the allocation of the purchase price in a business combination, estimates including market based and appraisal values are used.

The Company measures all assets acquired and liabilities assumed at their acquisition date fair values. Acquisition related costs are recognized as expenses in the periods in which the costs are incurred and the services are received (except for the costs to issue debt or equity securities which are recognized according to specific requirements). The excess of the aggregate of the consideration transferred to obtain control over the net of the acquisition date amounts of the identifiable assets acquired and the liabilities assumed, is recognized as goodwill as of the acquisition date.

Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's CGUs that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those CGUs.

Where goodwill has been allocated to a CGU and part of the operation within that CGU is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

Accounting pronouncements adopted

The following new standards, amendments and interpretations have been issued are effective for the fiscal year ending December 31, 2024 and, accordingly, have been applied in preparing these condensed interim consolidated financial statements.

Definition of Accounting Estimates – Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed.

The adoption of these amendments did have a material impact on the Company's condensed interim consolidated financial statements.

IAS 12: Amendment to IAS 12, Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction

In May 2021, the IASB issued targeted amendments to IAS 12 – Income Taxes to specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations. In specified circumstances, companies are exempt from recognizing deferred tax when they recognize assets or liabilities for the first time. Previously, there had been some uncertainty about whether the exemption applied to transactions such as leases and decommissioning obligations transactions for which companies recognize both an asset and a liability.

The amendments clarify that the exemption does not apply and that companies are required to recognize deferred tax on such transactions. The aim of the amendments is to reduce diversity in the reporting of deferred tax on leases and decommissioning obligations. The amendments are effective for annual reporting periods beginning on or after January 1, 2023, with early application permitted. The adoption of these amendments did have a material impact on the Company's condensed interim consolidated financial statements.

Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2

On February 12, 2021, the IASB issued Disclosure Initiative – Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements). The amendments help companies provide useful accounting policy disclosures. The amendments are effective for annual periods beginning on or after January 1, 2023. The adoption of these amendments did have a material impact on the Company's condensed interim consolidated financial statements.

Accounting pronouncements not yet effective

The following new standards, amendments and interpretations have been issued but are not effective for the fiscal year ending December 31, 2024 and, accordingly, have not been applied in preparing these condensed interim consolidated financial statements.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

On January 23, 2020, the IASB issued Classification of Liabilities as Current or Non-current (Amendments to IAS 1). The amendments address inconsistencies with how entities classify current and non-current liabilities. The amendments serve to address whether debt and other liabilities with an uncertain settlement date should be classified as current or non-current in the Balance Sheets.

The amendments are effective on January 1, 2024. The Company intends to adopt the amendments in its condensed interim consolidated financial statements or the annual period beginning January 1, 2024. The Company is currently assessing the impact of the amendment.

Amendments to IAS 1: Non-current Liabilities with Covenants

In October 2022, the IASB issued Non-current Liabilities with Covenants (Amendments to IAS 1). The amendments improve the information an entity provides when its right to defer settlement of a liability for at least twelve months is subject to compliance with covenants. The amendments are effective for annual periods beginning on or after January 1, 2024.

The Company intends to adopt these amendments in its condensed interim consolidated financial statements for the annual period beginning January 1, 2024. The Company is currently assessing the impact of the amendment.

In late June 2023, IFRS released two sustainability-related disclosure standards, together with related Guidance and Basis for Conclusion documents:

- IFRS Sustainability Disclosure Standard S1 – General Requirements for Disclosure of Sustainability-Related Financial Information
 - Sets out general requirements for the content and presentation of sustainability-related information, when reporting in accordance with IFRS sustainability disclosure standards, to aid primary users in their financial decision making relevant to the entity.
- IFRS Sustainability Disclosure Standard S2 – Climate-Related Disclosures
 - Focus on climate related physical and transition risks, and climate related opportunities. Only the climate risks and opportunities that impact the entity's prospects are to be reported

These Standards are to apply to for-profit and public sector entities for annual reporting periods commencing after 1 January 2024. The Company is assessing the impact of these two new sustainability - related disclosures standards.

Capital Management

The Company's objective and policies for managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Company manages its capital structure and makes changes based on economic conditions, risks that impact the operations and future significant capital investment opportunities. In order to maintain or adjust its capital structure, the Company may issue new equity instruments or raise additional debt financing.

The Company is exposed to a variety of financial risks by virtue of its activities: market risk, interest rate risk, liquidity risk and foreign currency risk. The Board of Directors has overall responsibility for the determination of the Company's capital and risk management objectives and policies while retaining ultimate responsibility for them. The Company's overall capital and risk management program has not changed throughout the year. It focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance. Risk management is carried out by the finance department under policies approved by the Board of Directors. The finance department identifies and evaluates financial risks in close cooperation with management.

Financial Instruments and Financial Risk Management

The Company's financial assets include cash and cash equivalents, Restricted cash, advances for SAFTs, note receivable, and investments. The Company's financial liabilities include trade payables and accrued liabilities and advances payable.

Digital asset risk

Digital asset risk is the risk that the fair value of digital assets will fluctuate because of the changes in the price of digital assets. The price of cryptocurrencies such as ETH, stable and other coins or tokens, and NFTs fluctuate significantly.

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk for the Company is primarily associated with the Company's bank balances.

The Company mitigates credit risk associated with its bank balance by only holding cash and cash equivalents with large, reputable financial institutions.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to market interest rate risk.

Price Risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to any significant price risks with respect to its financial instruments.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company generally relies on external financing or key management to provide sufficient liquidity to meet budgeted operating requirements. The following tables set forth details of the payment profile of financial liabilities based on their undiscounted cash flows:

As of December 31, 2024	Total carrying amount	Contractual cash flows	Less than 1 year	1 to 5 years	More than 5 years
		\$	\$	\$	\$
Trade payables and accrued liabilities	1,150,064	1,150,064	1,150,064	—	—
Loan Payable	123,934	123,934	123,934	—	—
Total	1,273,998	1,273,998	1,273,998	—	—

As of December 31, 2023	Total carrying amount	Contractual cash flows	Less than 1 year	1 to 5 years	More than 5 years
		\$	\$	\$	\$
Trade payables and accrued liabilities	1,031,009	1,031,009	1,031,009	—	—
Total	1,031,009	1,031,009	1,031,009	—	—

Taking into consideration the Company's current cash position, volatile equity markets, global uncertainty in the capital markets and increasing cost pressures, the Company is continuing to review its needs to seek financing opportunities in accordance to its capital risk management strategy.

Foreign currency risk

Foreign currency risk is defined as the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company maintains financial instruments and enters into transactions denominated in foreign currencies, principally in USD, which exposes the Company to fluctuating balances and cash flows due to various in foreign exchange rates.

The table below indicates the foreign currencies to which the Company has significant exposure in Canadian dollar terms:

	December 31, 2024	December 31, 2023
	\$	\$
Cash	263	128
Trade payables and accrued liabilities	(262,350)	(284,133)
Promissory note payable	(123,934)	—
Net monetary assets	(386,021)	(284,005)

Assuming all other variables remain constant, a fluctuation of +/- 5.0% in the exchange rate between CAD and USD would impact the net loss by approximately \$19,000 in the year ended December 31, 2024.

Additional Disclosure for Venture Issuers without Significant Revenue

Additional disclosure concerning the Company's expenses is provided in the Company's condensed statements of loss and comprehensive loss contained in the Annual Financial Statements. During the year ended December 31, 2024, the Company incurred general and administrative expenses and other expenses.

Events Subsequent to December 31, 2024

The Company's management has evaluated subsequent events up to October 6, 2025, the date the financial statements were issued and identified the following event to report:

As explained in Note 1, the Company changed its name to Stable Infrastructure Inc. on September 4, 2025.

Subsequent to year end, the Company entered into four promissory notes totaling \$200,000, all maturing in 2027. The proceeds are to be used for working capital purposes.

Market Risk for Securities

The Company is a reporting issuer whose common shares are listed for trading on a stock exchange. There can be no assurance that an active trading market for the Company's common shares will be sustained in the future. The market price for the Company's common shares could be subject to wide fluctuations. Factors such as commodity prices, government regulation, interest rates, share price movements of peer companies and competitors, as well as overall market movements, may have a significant impact on the market price of the Company's securities. The stock market has from time to time experienced extreme price and volume fluctuations, which have often been unrelated to the operating performance of particular companies.

Global Economic Risk

Economic slowdown and downturn of global capital markets would make raising of capital through equity or debt financing more difficult. The Company will be dependent upon capital markets to raise additional financing in the future. The Company is subject to liquidity risks in meeting developmental and future operating cost requirements in instances where cash positions are unable to be maintained or appropriate financing is unavailable. These factors may impact the Company's ability to raise equity or obtain loans and other credit facilities in the future and on terms favorable to the Company and its management. If uncertain market conditions persist, the Company's ability to raise capital could be jeopardized resulting in an adverse impact on the Company's operations and the price of the Company's common shares.

Share Price Volatility Risk

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies, particularly cryptocurrency companies, like the Company, have experienced wide fluctuations that have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that these price fluctuations and volatility will not continue to occur.

Management's Report on Disclosure Controls and Procedures and Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICFR"), as those terms are defined in National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings, for the Company. The DC&P provide reasonable assurance that material information relating to the Company is made known to the Chief Executive Officer and the Chief Financial Officer of the Company. The ICFR have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS.

No changes were made in the Company's design of internal controls over financial reporting during year ended December 31, 2024, that have materially affected, or are reasonably likely to materially affect, the Company's internal controls over financial reporting. The Company is still in early days of establishing a system of internal controls.

Due to inherent limitations in all controls systems, a control system can provide only reasonable, not absolute assurance, that the objective of the control system is met and may not prevent or detect misstatements or instances of fraud. Management's estimates may be incorrect, or assumptions about future events may be incorrect, resulting in varying results. Additionally, controls may be circumvented by the unauthorized acts of individuals, by collusion of two or more people or by Management override.