

APPIA RARE EARTHS & URANIUM CORP.
(formerly “APPIA ENERGY CORP.”)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended March 31, 2025 and 2024
(unaudited)
(Expressed in Canadian \$)

APPIA RARE EARTH & URANIUM CORP.
(the "Company")
NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL
STATEMENTS

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

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by, and are the responsibility of, the Company's management. The Company's independent auditor has not performed a review of these financial statements.

DATED this 30th day of May 2025.

APPIA RARE EARTH & URANIUM CORP.

Per: (signed) "Anastasios (Tom) Drivas"
Name: Anastasios (Tom) Drivas
Title: Chief Executive Officer

Per: (signed) "Brian Crawford"
Name: Brian Crawford
Title: Chief Financial Officer

APPIA RARE EARTHS & URANIUM CORP.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Cdn \$)
Unaudited

	Note	March 31, 2025 \$	September 30, 2024 \$
Assets			
Current			
Cash and cash equivalents		244,972	319,501
Accounts receivable		1,038	17,882
Prepaid expenses		135,029	169,987
Total current assets		381,039	507,370
Non-current assets			
Acquisition cost of properties		1,160,727	1,160,727
Deferred exploration expenditures – Canada		25,236,282	24,692,557
Deferred exploration expenditures – Brazil		2,127,082	1,541,049
Exploration camp and equipment		336,873	395,616
Exploration deposits		121,689	120,428
Total assets		29,363,692	28,417,747
Liabilities			
Current			
Accounts payable & accruals		306,499	464,085
Due to related parties		49,616	-
Flow-through share premium		103,664	82,411
		459,779	546,496
Long term			
Future income tax liabilities		2,970,000	2,970,000
Total liabilities		3,429,779	3,516,496
Shareholders' equity			
Share capital		35,274,372	34,490,815
Warrants		580,533	-
Contributed surplus		11,498,619	11,451,834
Accumulated other comprehensive loss		(113,964)	(240,600)
Deficit		(21,276,426)	(20,777,730)
Non-controlling interest		(29,221)	(23,068)
Total shareholders' equity		25,933,913	24,901,251
Total liabilities and shareholders' equity		29,363,692	28,417,747

Nature of operations and going concern (note 1)
Subsequent events (note 16)

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

APPROVED ON BEHALF OF THE BOARD on May 30th, 2025.

"Signed"
Anastasios (Tom) Drivas

"Signed"
Frank van de Water

APPIA RARE EARTHS & URANIUM CORP.**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss****(Expressed in Cdn \$)****Unaudited**

	Note	For the three months ended March 31		For the six months ended March 31	
		2025 \$	2024 \$	2025 \$	2024 \$
Expenses					
General and administrative activities:					
Investor relations		27,491	121,184	49,592	275,211
Management fees and salaries		88,900	126,563	206,100	230,513
Office and general		71,140	110,057	127,230	155,873
Part XII.6 tax		2,151	5,606	4,320	5,606
Professional fees		94,052	75,756	173,662	130,875
Share-based compensation		21,810	59,150	46,785	236,848
General and administrative expenses		305,544	498,316	607,689	1,034,926
Loss for the period before the following		(305,544)	(498,316)	(607,689)	(1,034,926)
Flow-through premium		21,411	23,332	84,997	23,332
Gain (loss) on foreign exchange		16,422		16,810	
Interest income, sundry		107	1,353	1,033	57,306
Net loss		(206,604)	(473,631)	(504,849)	(954,288)
Net income (loss) attributable to:					
Common shareholders		(205,048)	(473,631)	(498,696)	(954,288)
Non-controlling interest		(1,556)	-	(6,153)	-
Net income (loss) per share attributable to common shareholders – basic and diluted		(0.00)	(0.00)	(0.00)	(0.00)
Weighted average outstanding shares		152,985,000	136,334,000	149,183,000	133,585,000
Other comprehensive income (loss)					
Currency translation adjustment		159,149	-	113,964	-
Comprehensive income		159,149	-	113,964	-
Net loss and comprehensive loss		(47,455)	(473,631)	(618,813)	(954,288)

APPIA RARE EARTHS & URANIUM CORP.
Condensed Interim Consolidated Statements of Changes in Equity
(Expressed in Cdn \$)
Unaudited

	Share Capital \$	Warrants \$	Contributed Surplus \$	Accumulated Other Comprehensive Income \$	Deficit \$	Non-controlling Interest \$	Total \$
At September 30, 2023	33,049,066	1,912,692	9,304,662	-	(19,500,436)	-	24,765,984
Flow-through units private placement, net	1,358,342	-	-	-	-	-	1,355,342
Stock options exercised	120,000	-	-	-	-	-	120,000
AJE for stock options exercised	68,327	-	(68,327)	-	-	-	-
Allocated to flow-through premium	(292,420)	-	-	-	-	-	(292,420)
Warrants expired	-	(1,912,692)	1,912,692	-	-	-	-
First tranche of 500,000 shares for PCH Project	130,000	-	-	-	-	-	130,000
Share-based compensation	-	-	236,848	-	-	-	236,848
Net loss and comprehensive loss for the period	-	-	-	-	(954,288)	-	(954,288)
At March 31, 2024	34,433,315	-	11,385,875	-	(20,454,724)	-	25,364,466
Second tranche of 500,000 shares for PCH Project	57,500	-	-	-	-	-	57,500
Share-based compensation	-	-	65,959	-	-	-	65,959
Net loss and comprehensive loss for the period	-	-	-	(240,000)	(323,006)	(23,068)	(586,074)
At September 30, 2024	34,490,815	-	11,451,834	(240,000)	(20,777,730)	(23,068)	24,901,851
Flow-through units private placement	732,500	-	-	-	-	-	732,500
Working capital units private placement	762,500	-	-	-	-	-	762,500
Share issue costs	(24,660)	-	-	-	-	-	(24,660)
Allocated to flow-through premium	(106,250)	-	-	-	-	-	(106,250)
Valuation of warrants	(580,533)	580,533	-	-	-	-	-
Options vested	-	-	46,785	-	-	-	46,785
Net loss and comprehensive loss for the period	-	-	-	126,036	(498,696)	(6,153)	(378,813)
At March 31, 2025	35,274,372	580,533	11,498,619	(113,964)	(21,276,426)	(29,221)	25,933,913

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

APPIA RARE EARTHS & URANIUM CORP.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Cdn \$)
Unaudited

	Note	2025 \$	2024 \$
Operating activities			
Net loss for the period		(504,849)	(954,288)
Items not affecting cash:			
Exchange gain / loss		(1,300)	
Flow-through premium		(84,997)	(23,332)
Share-based compensation		46,785	236,848
		(544,361)	(740,772)
Net change in non-cash working capital			
Accounts receivable		16,844	176,755
Prepaid expenses		34,958	(80,506)
Accounts payable and accrued liabilities		(268,586)	(12,930)
Due to related parties		49,616	31,184
Net cash used in operating activities		(600,529)	(626,269)
Investing activities			
Deferred exploration expenditures		(944,340)	(1,054,556)
Exploration and evaluation assets acquisition costs		-	(126,909)
Exploration equipment		-	83,974
Net cash used in investing activities		(944,340)	(1,097,491)
Financing activities			
Private placement of flow-through units		732,500	1,462,100
Private placement of working capital units		762,500	-
Stock options exercised		(24,660)	120,000
Share issue expense			(103,759)
Net cash from financing activities		1,470,340	1,478,341
Change in cash and cash equivalents		(74,529)	(245,419)
Cash and cash equivalents, beginning of the period		319,501	2,193,753
Cash and cash equivalents, end of the period		244,972	1,948,334

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

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2025

(expressed in Canadian dollars unless otherwise stated)

1. Nature of operations and going concern

Appia Rare Earths & Uranium Corp. ("Appia" or the "Company") is incorporated under the Canada Business Corporations Act and is listed on the Canadian Securities Exchange (CSE: "API") and in New York on the OTCQX platform as "APAAF". The shares also trade on German exchanges. The Company is actively exploring on its Saskatchewan properties to determine whether the properties contain resources that are economically recoverable and has entered into an agreement to participate in a rare earth element project in Brazil (note 7). The registered office and location of corporate records is Suite 500, 2 Toronto Street, Toronto, Ontario.

The accompanying unaudited condensed interim financial statements ("Financial Statements") of the Company have been prepared by, and are the responsibility of, the Company's management. The Company's independent auditor has not performed a review of these Financial Statements

These Financial Statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at March 31, 2025 the Company had no sources of operating cash flows and will therefore require additional funding which, if not raised, would result in the curtailment of activities and project delays. The Company had working capital deficiency of \$78,740 as at March 31, 2025, after providing for \$49,616 due to related parties, and has incurred losses since inception resulting in an accumulated deficit of \$21,276,429 as at March 31, 2025. The Company's ability to continue as a going concern is uncertain and is dependent upon its ability to continue to raise adequate financing. There can be no assurance that the Company will be successful in this regard, and therefore, there is doubt regarding the Company's ability to continue as a going concern and the use of accounting principles applicable to a going concern. These Financial Statements do not reflect adjustments that would be necessary if the going concern assumption is not appropriate. If the going concern assumption is not appropriate, adjustments to the carrying values of the assets and liabilities, the expenses and the balance sheet classifications, which could be material, would be necessary.

The recoverability of the carrying cost of its resource properties is dependent upon the existence of resources that are economically recoverable, confirmation of the Company's ownership interests in the claims, the ability of the Company to obtain necessary financing to complete the exploration and the development of the properties, and upon future profitable production, or proceeds from the disposition of the properties.

2. Basis of preparation and statement of compliance with IAS 34

These Financial Statements form part of the period covered by the Company's International Financial Reporting Standards ("IFRS") annual consolidated financial statements. These Financial Statements have been prepared in accordance with IAS 34 - Interim Financial Reporting and on the basis of IFRS standards and interpretations expected to be effective as at the Company's IFRS annual reporting date, September 30, 2025.

3. Summary of material accounting policies

Readers should refer to the September 30, 2024, annual financial statements for the accounting policies used in the preparation of these Financial Statements. The IASB continues to amend and add to current IFRS standards and interpretations with several projects underway. Accordingly, the accounting policies adopted by the Company for the Company's IFRS annual financial statements will be determined as at September 30, 2025 and if a new policy differs materially from the accounting policies used in the preparation of these Financial Statements, these Financial Statements will be restated to retrospectively account for the application of those policies adopted at September 30, 2025.

Presentation Currency

The Company's presentation currency and functional currency is the Canadian dollar ("\$").

Accounting pronouncements issued but not yet adopted

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2024

(expressed in Canadian dollars unless otherwise stated)

3. Summary of material accounting policies – continued

At the date of the authorization of these financial statements, several new, but not effective Standards and amendments to existing Standards, and Interpretations have been published by the IASB. None of these Standards or amendments to existing Standards have been adopted early by the Company. Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New standards, amendments and interpretations not adopted in the current year have not been disclosed as they are not expected to have a material impact to the Company's financial statements.

4. Cash and cash equivalents

Cash and cash equivalents comprise cash and investments in Canadian Chartered Bank demand money market funds.

5. Exploration and evaluation

Property acquisition costs and related direct exploration costs less recoveries are deferred until such time as the properties are either placed into commercial production, sold, determined not to be economically viable, or abandoned.

Acquisition cost of properties

	Elliot Lake Ontario \$	Alces Lake Saskatchewan \$	Other Saskatchewan \$	Brazil Project \$	Total \$
Balance, September 30, 2023	602,693	211,685	29,668	-	844,046
First tranche 500,000 shares for PCH Project	-	-	-	187,500	187,500
Additions for the period	-	-	129,181	-	129,181
Balance, September 30, 2024	602,693	211,685	158,849	187,500	1,160,727
Balance, March 31, 2025	602,693	211,685	158,849	187,500	1,160,727

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2024

(expressed in Canadian dollars unless otherwise stated)

5. Exploration and valuation – continued

Deferred exploration and evaluation expenditures

	Saskatchewan	Ontario	Brazil Project	Total
	\$	\$	\$	\$
Balance, September 30, 2024	20,108,759	4,583,798	1,541,049	26,233,606
Camp operating costs	12,234	-	-	12,234
Contract flying	75,827	-	-	75,827
Contract labour	14,048	-	66,730	80,778
Depreciation	58,782	-	-	58,782
Drilling	52,291	-	-	52,291
Employees	-	-	28,434	28,434
Field expenses	754	-	459,851	460,605
Fuel	36,911	-	2,678	39,589
Geology	60,963	-	-	60,963
Geophysics	169,000	-	-	169,000
Other	36,464	9,332	22,565	68,361
Personnel travel costs	17,119	-	5,774	22,893
Balance, March 31, 2025	20,643,152	4,593,130	2,127,082	27,363,364

Saskatchewan, Athabasca Basin Area

The Company commenced adding to its holdings by staking in Saskatchewan in 2011 and began significant acquisitions starting in 2016. At March 31, 2025 the Company held a 100% interest in 113,837 hectares (281,298 acres).

Alces Lake Property is located 30 km northeast of Uranium city and at September 30, 2021, comprised 38,522 hectares (95,191 acres), of REE mineralization, with multiple outcrops and boulders. In August 2021 18,105 hectares (44,738 acres) of land contiguous to the existing claim block were staked. The property is being actively explored and drilled in summer programs, extended to December in 2021, but in 2022 the program ran for 4.5 months from March to August. In February 2023 2,840 hectares (7,018 acres) were staked.

Eastside Property is located east of Cameco's Rabbit Lake mill and the eastern edge of the Athabasca Basin and was acquired by staking in June 2017. The property comprises 4,933 hectares (12,191 acres).

Loranger Property comprises 26,409 hectares (65,258 acres) on the east side of Wollaston Lake with two diamond drill programs completed in January 2017 and March 2019.

North Wollaston Property comprises 16,682 hectares (41,221 acres) located 30 km northeast of Cameco's Rabbit Lake mill on the eastern edge of the Athabasca Basin.

Other Side Property comprises 10,442 hectares (25,803 acres).

Ontario, Elliot Lake

In 2007, the Company acquired a 100% interest in 61 mining claims known as the Elliot Lake property located in Beange, Bolger, Bouck, Buckles, Gunterman and Joubin Townships, Sault Ste. Marie Mining Division in the Province of Ontario from Canada Enerco Corp. ("CEC"), a company controlled by the CEO and Director of the Company. CEC retains the right to a 1% Uranium Production Payment Royalty and a 1% Net Smelter Returns Royalty on any precious or base metals payable, provided that the price of uranium is greater than US\$130 per pound.

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2024

(expressed in Canadian dollars unless otherwise stated)

5. Exploration and valuation – continued

Ontario, Elliot Lake – continued

Appia holds over 14,484 hectares (35,791 acres) encompassing five mineralized zones in the Elliot Lake area of northern Ontario. The zones are called Teasdale, Banana Lake, Canuc, Bouck Lake and Buckles Lake. In prior years the Company had spent over \$5 million exploring this property and had some promising results. However, with the low Uranium prices, the explorations costs were written off. The Company continues to own these claims.

6. Exploration camp and equipment

Alces Lake

	Machinery and Equipment	Camp	Total
Cost	\$	\$	\$
Balance as at September 30, 2024	730,351	865,007	1,595,358
Additions	-	(234)	(234)
Balance as at March 31, 2024	730,351	864,773	1,595,124
Accumulated depreciation			
Balance, September 30, 2024	(592,936)	(606,806)	(1,199,742)
Depreciation for the period	(19,026)	(39,483)	(58,509)
Balance, March 31, 2025	(611,962)	(646,289)	(1,258,251)
Net balance, September 30, 2024	137,415	258,201	395,616
Net balance, March 31, 2025	118,389	218,484	336,873

7. Brazil project

On July 20, 2023 (the “Effective Date”), the Company executed an option agreement (the “Quotaholders’ Agreement”) to acquire a 70% interest in Appia Brazil and title of certain lands have been transferred to Appia Brazil.

Pursuant to the Quotaholders’ Agreement, Appia must make US\$10 million in exploration expenditures and issue 2,000,000 common shares as follows:

- Issue an initial 500,000 common shares of the Company (issued);
- On or before the first anniversary of the Effective Date, expend \$1 million USD (completed) and issue 500,000 common shares of the Company (issued);
- On or before the second anniversary of the Effective Date, expend an additional \$3.5 million USD and (in progress) issue 500,000 common shares of the Company;
- On or before the third anniversary of the Effective Date, expend an additional \$3.5 million USD and issue 500,000 common shares of the Company;
- On or before the fourth anniversary of the Effective Date, expend an additional \$1.5 million USD and issue 500,000 common shares of the Company;
- On or before the fifth anniversary of the Effective Date, expend an additional \$500,000 USD to earn 60% property interest;
- Within 90 days after earning its 60% property interest, issue US \$1,200,000 of common shares of the Company priced at the time of issuance been executed by the Closing Date, the terms of the Letter Agreement shall govern the rights of the parties.

APPIA RARE EARTHS & URANIUM CORP.**Notes to Financial Statements****For the six months ended March 31, 2024****(expressed in Canadian dollars unless otherwise stated)****8. Share capital****(a) Common shares**

The Company is authorized to issue an unlimited number of no par value common shares. The following table provides the details of changes in the number of issued common shares.

	Number #	Amount \$
Balance, September 30, 2023	130,523,563	33,049,066
Flow-through units private placement December 27, 2023	4,873,667	1,462,100
Allocated to flow-through premium (Note 8)	-	(292,420)
Share issue costs	-	(103,758)
Stock options exercised	436,364	120,000
AJE for stock options exercised	-	68,327
First and second tranche of 500,000 shares for PCH Project	1,000,000	187,500
Balance September 30, 2024	136,833,594	34,490,815
Working capital units private placement October 29, 2024	9,531,250	762,500
Flow-through units private placement October 29, 2024	3,075,000	307,500
Flow-through units private placement December 31, 2024	3,541,667	425,000
Less: Value associated with warrants issued		(568,958)
Less: Value associated with broker warrants issued		(11,575)
Share issue costs		(24,660)
Allocated to flow-through premium (Note 8)		(106,250)
Balance March 31, 2025	152,981,511	35,274,372

On December 11, 2023, the Company issued the first tranche of 500,000 common shares in accordance with the Definitive Agreement whereby it may acquire a 70% interest in the Brazil Project (note 7).

On December 27, 2023, the Company closed its non-brokered private placement of 4,873,667 flow-through shares at \$0.30 per share for gross proceeds of \$1,462,100. The proceeds are expected to be spent on the Alces Lake exploration program in 2024.

On June 19, 2024, the Company issued the second tranche of 500,000 common shares in accordance with the Definitive Agreement whereby it may acquire a 70% interest in the Brazil Project.

On October 29, 2024, the Company issued 9,531,250 working capital units at \$0.08 per unit for gross proceeds of \$762,500. Each unit, comprises one common share and one common share purchase warrant exercisable at \$0.15 until the earlier of October 29, 2026 and (ii) in the event that the closing price of the Common Shares on the Canadian Securities Exchange is at least \$0.25 for ten (10) consecutive trading days, and the 10th trading day (the "Final Trading Day") is at least four (4) months from October 29, 2024, the date which is thirty (30) days from the Final Trading Day (the "Trigger Date"). In connection with the financing, 45,750 Broker Warrants were issued to acquire one common share at a price of \$0.08 for a period of 24 months.

On October 29, 2024, the Company issued 3,075,000 flow-through units at \$0.10 per unit for gross proceeds of \$307,500. Each unit comprises one common share and one common share purchase warrant exercisable at \$0.15 until the earlier of (i) October 29, 2026; and the (ii) Trigger Date.

On December 31, 2024, the Company issued 3,541,667 flow-through units at \$0.12 per unit for gross proceeds of \$425,000. Each unit comprises one common share and one common share purchase warrant exercisable at \$0.12 for a period of 12 months. In connection with the financing, 175,000 Broker Warrants were issued to acquire one common share at a price of \$0.15 for a period of 24 months.

APPIA RARE EARTHS & URANIUM CORP.**Notes to Financial Statements****For the six months ended March 31, 2024****(expressed in Canadian dollars unless otherwise stated)****8. Share capital – continued****(b) Options**

The Company has a stock option plan (the “Plan”) for the benefit of directors, officers and consultants. The total number of shares which may be reserved and set aside for issuance to eligible persons may not exceed 10% of the issued and outstanding common shares.

As at May 31, 2025, 7,010,000 common shares were reserved for the exercise of stock options granted under the Plan.

The following table provides the details of changes in the number of issued common share purchase options during the period:

	Options	Weighted-average exercise price \$
Outstanding at September 30, 2023	7,110,000	0.47
Exercisable at September 30, 2023	3,985,000	0.47
Granted	1,486,364	0.26
Exercised	(436,364)	0.28
Outstanding at September 30, 2024	8,160,000	0.45
Exercisable at September 30, 2024	8,160,000	0.45
Expired	(1,150,000)	0.15
Outstanding at March 31, 2025	7,010,000	0.45
Exercisable at March 31, 2025	7,010,000	0.45

On November 6, 2023, the Company granted 1,186,364 options to purchase common shares exercisable at \$0.275 per share for five years to consultants of the Company.

On February 8, 2024 the Company granted 300,000 options to purchase common shares exercisable at \$0.275 per share for five years to consultants of the Company.

On April 22, 2024 the Company granted 500,000 options to purchase common shares exercisable at \$0.15 per share for five years to consultants of the Company.

Number of stock options	Number exercisable	Remaining contractual life	Exercise price per share	Expiry date
510,000	510,000	4.1 months	\$0.25	August 4, 2025
150,000	150,000	14.1 months	\$0.91	June 3, 2026
4,850,000	4,850,000	29.7 months	\$0.50	September 21, 2027
200,000	200,000	30.6 months	\$0.60	October 18, 2027
1,000,000	1,000,000	33.14 months	\$0.35	January 4, 2028
300,000	300,000	46.3 months	\$0.275	February 8, 2029
7,010,000	7,010,000			

The weighted average fair value of the options issued on November 6, 2023, was calculated as \$0.235 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 4.3%, expected dividend yield of nil, expected volatility of 112.71 and expected life term of 36 months.

APPIA RARE EARTHS & URANIUM CORP.
Notes to Financial Statements
For the six months ended March 31, 2024
(expressed in Canadian dollars unless otherwise stated)

8. Share capital – continued

(b) Options – continued

The weighted average fair value of the options issued on November 6, 2023, was calculated as \$0.235 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 4.3%, expected dividend yield of nil, expected volatility of 112.71 and expected life term of 36 months.

The weighted average fair value of the options issued on February 8, 2024, was calculated as \$0.229 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 3.69%, expected dividend yield of nil, expected volatility of 120.62% and expected life term of 60 months.

The weighted average fair value of the options issued on April 22, 2024, was calculated as \$0.100 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 3.86%, expected dividend yield of nil, expected volatility of 131.48% and expected life term of 60 months.

(c) Warrants

On certain issuances of common shares, the Company grants warrants entitling the holder to acquire additional common shares of the Company, and the Company grants warrants as consideration for services associated with the placement of such common share issues. The following table provides the details of changes in the number of shares issuable on exercise of outstanding common share purchase warrants:

	Number of shares	Value \$
Balance September 30, 2024	-	-
Warrants expired	-	-
Private placement warrants issued	16,147,917	568,958
Broker warrants issued	220,750	11,575
Balance March 31, 2024	16,368,667	580,533

As at September 30, 2024 all of the warrants outstanding at year end expired unexercised.

The number of common shares outstanding on December 31, 2024, was 152,981,511. Taking into account outstanding share purchase options and warrants, the fully diluted number of common shares that could have been outstanding on December 31, 2024, was 177,060,178.

The fair value of the warrants issued October 29, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.11%, expected dividend yield of nil, average expected volatility of 123.84% and expected life term of 24 months. Under this method of calculation, the Company recorded \$498,125 as the value of the warrants issued under this offering.

The fair value of the broker warrants issued October 29, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.11%, expected dividend yield of nil, average expected volatility of 123.84% and expected life term of 24 months. Under this method of calculation, the Company recorded \$4,575 as the value of the warrants issued under this offering.

The fair value of the warrants issued December 31, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 105.36% and expected life term of 12 months. Under this method of calculation, the Company recorded \$70,833 as the value of the warrants issued under this offering.

APPIA RARE EARTHS & URANIUM CORP.
Notes to Financial Statements
For the six months ended March 31, 2024
(expressed in Canadian dollars unless otherwise stated)

8. Share capital – continued

(c) Warrants – continued

The fair value of the broker warrants issued December 31, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 127.93% and expected life term of 24 months. Under this method of calculation, the Company recorded \$7,000 as the value of the warrants issued under this offering.

9. Flow-through share premium

Flow-through liabilities include the deferred premium portion of the flow-through shares issued.

On October 29, 2024, the Company closed a private placement of 3,075,000 flow-through units for gross proceeds of \$307,500. As of December 31, 2024, \$nil of these funds have been expended on Canadian Exploration Expenditures ("CEE"). The Company is committed to spending the full amount on or before December 31, 2025.

On December 31, 2024, the Company closed a private placement of 3,541,667 flow-through units for gross proceeds of \$425,000. As of December 31, 2024, \$nil of these funds have been expended on Canadian Exploration Expenditures ("CEE"). The Company is committed to spending the full amount on or before December 31, 2025.

The following is a continuity schedule of the liability portion of the flow-through issuances.

	March 31, 2025 \$	September 30, 2024 \$
Balance at the beginning of the period	-	-
Liability incurred on flow-through shares issued	106,250	292,420
Settlement of liability through the expenditure of funds	(2,586)	(292,420)
Balance at the end of the period	103,664	-

10. Contributed surplus

A summary of changes in contributed surplus is:	Amount \$
Balance, September 30, 2023	9,304,662
Stock options exercised	(68,327)
Warrants expired	1,912,692
Share-based payments	302,807
Balance, September 30, 2024	11,451,834
Share based payments	46,785
Balance, March 31, 2025	11,498,619

11. Related party transactions

During the three and six months ended March 31, 2025, the Company incurred related party expenses totaling \$137,349 (2024 - \$122,563) and \$277,889 (2024 - \$222,513) respectively. These expenses related to management fees paid or payable to key management personnel; Tom Drivas, Chief Executive Officer, Stephen Burega, President until March 12, 2025, Frank van de Water, Chief Financial Officer until August 1, 2024, Brian Crawford, Chief Financial Officer from August 1, 2024 and office administration services paid to Romios Gold

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2024

(expressed in Canadian dollars unless otherwise stated)

11. Related party transactions – continued

Resources Inc., a company with a number of common directors and officers. The amount charged for office administration services is included under office and general expenses. At March 31, 2025, \$18,754 (2024 - \$4,072) of accumulated related party expenditures was payable to the other officers and Romios Gold Resources Inc.

Key management personnel were not paid post-retirement benefits, termination benefits, or other long-term benefits during the six months ended March 31, 2025, and 2024.

During the three and six months ended March 31, 2025, the Company incurred expenses of \$4,000 (2024 - \$4,000) and \$8,000 (2024 - \$8,000) respectively for independent directors' fees. At March 31, 2025, \$63,000 (2024 - \$47,000) of accrued directors' fees was outstanding.

During the three and six months ended March 31, 2025, the Company incurred expenses of \$39,072 (2024 - \$13,191) and \$53,035 (2024 - \$47,332) respectively for legal fees, share issue costs and property acquisition costs to a law firm related to a director of the Company, William R. Johnstone. At March 31, 2025 \$15,676 (2024 - \$3,688) was payable to this related party.

12. Financial instruments and risk management

Categories of financial assets and liabilities

Under IFRS, financial instruments are classified into one of the following five categories: Fair value through profit and loss ("FVTPL"), held to maturity investments, loans and receivables, financial assets, and financial liabilities. The carrying values of the Company's financial instruments, including those held for sale are classified into the following categories:

	March 31 2025 \$	September 30 2024 \$
FVTPL ⁽¹⁾	244,972	319,501
Receivables ⁽²⁾	1,038	17,882
Financial liabilities ⁽³⁾	306,499	464,085

(1) Includes cash, committed cash and demand deposits and money market funds of a Canadian Chartered Bank.

(2) Includes accounts receivable related to HST and PST tax refunds.

(3) Includes accounts payable.

Financial Instruments

The carrying amounts for the Company's financial instruments approximate their fair values because of the short-term nature of these items.

Risks arising from financial instruments and risk management

The Company's activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company.

Carrying value of exploration and evaluation assets

The Company regularly reviews the carrying value of its properties to determine whether the cost of these assets will be recoverable from future cash flows or from the proceeds of their disposal. Assumptions underlying the cash flow estimates would include the forecasted prices for uranium and rare earth elements, planned

APPIA RARE EARTHS & URANIUM CORP.

Notes to Financial Statements

For the six months ended March 31, 2024

(expressed in Canadian dollars unless otherwise stated)

12. Financial instruments and risk management – continued

production levels, and operating, capital, exploration, and reclamation costs, which are subject to risks and uncertainties. Management has determined that there is no impairment of the carrying value of its exploration properties.

13. Capital disclosures

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation assets. The capital of the Company consists of capital stock, warrants, and contributed surplus.

The properties in which the Company currently has an interest are in the exploration stage as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration

and pay for administrative costs, the Company will spend its existing working capital and will raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

14. Segment information

The Company operated in 2 geographic segments during the six months ended March 31, 2025 as disclosed below:

Country	Cash and cash equivalents	Receivables & prepaids	Exploration and evaluation Properties	Exploration camp and equipment	Accounts Payable	Deferred income tax	Profit (Loss)
Canada	160,730	135,029	25,236,282	333,136	306,038	2,970,000	(484,338)
Brazil	84,242	121,689	2,127,082	3,737	461	-	(20,511)
	244,972	256,718	27,363,364	336,873	306,499	2,970,000	(504,849)

15. Subsequent events

Subsequent to the period end, 500,000 options expired unexercised.

On May 20, 2025, the Company granted 500,000 stock options to a director of the Company. The stock options have an exercise price of \$0.15 and expire five years from the date of issue.