

BLOCKMATE VENTURES INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

(Expressed in Canadian Dollars, unless otherwise noted)

AS AT AND FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

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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 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.

BLOCKMATE VENTURES INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT MARCH 31, 2025 AND JUNE 30, 2024
(Expressed in Canadian dollars)
(Unaudited)

	Notes	March 31, 2025 (Unaudited) \$	June 30, 2024 (Audited) \$
ASSETS			
Current			
Cash	3	1,259,625	57,464
Accounts receivable		72,930	-
Prepaid expenses	4	442,785	354,665
Loans receivable	6	753,601	46,392
Total Current Assets		2,528,941	458,521
Non-current			
Equipment	7	3,223	1,636
Crypto assets	8	737,282	838,212
Intangibles	9	15,128	8,894
TOTAL ASSETS		3,284,574	1,307,263
LIABILITIES AND SHAREHOLDERS' DEFICIT			
Current			
Accounts payable and accrued liabilities	10	468,708	473,848
Unearned Income		25,000	
Due to directors	18	-	63
Advance subscription for SAFE notes	11	3,871,075	-
SAFE Notes	12	3,583,965	3,235,517
Total Liabilities		7,948,748	3,709,428
Shareholders' Deficit			
Share capital	13	22,106,053	19,493,838
Contributed surplus		2,669,673	2,669,673
Warrants and options reserve	14	1,871,318	1,111,947
Restricted stock units reserve	15	252,000	113,400
Deferred share units reserve	16	281,918	-
Accumulated deficit		(30,828,831)	(25,117,247)
Accumulated other comprehensive loss for the year		(844,286)	(610,726)
Total deficit attributable to the shareholders of the company		(4,492,155)	(2,339,115)
Non-controlling Interest	17	(172,019)	(63,050)
Total shareholders' deficit		(4,664,174)	(2,402,165)
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIT		3,284,574	1,307,263

Nature of operations and Going concern (Note 1)

Approved on behalf of the Board on May 30, 2025:

Signed: "Justin Rosenberg"
Director

Signed: "Domenic Carosa"
Director

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

BLOCKMATE VENTURES INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
FOR THE THREE AND NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian dollars)
(Unaudited)

	Notes	For the three months ended March 31,		For the nine months ended March 31,	
		2025	2024	2025	2024
		\$	\$	\$	\$
REVENUE		-	-	-	-
COST OF SALES		-	-	-	-
GROSS MARGIN FROM CONTINUING OPERATIONS		-	-	-	-
GROSS MARGIN FROM DISCONTINUED OPERATIONS	5	-	48,296	-	51,941
EXPENSES					
Amortization and depreciation	7	(348)	(11,837)	(900)	(23,250)
Filing fees and transfer fees		(5,594)	(23,769)	(48,817)	(63,905)
General and administrative		(135,363)	(22,798)	(230,204)	(50,082)
Marketing		(525,520)	(14,443)	(1,167,255)	(76,921)
Professional and consulting fees	18	(361,853)	(288,165)	(1,227,895)	(668,171)
Rent		(7,884)	(10,238)	(24,658)	(15,545)
Software development and website		(169,861)	(33,404)	(332,823)	(55,329)
Share-based compensation	14,15,16	(625,682)	(63,679)	(1,085,826)	(124,959)
Wages	18	(708,103)	(213,079)	(1,633,779)	(363,235)
		<u>(2,540,208)</u>	<u>(681,412)</u>	<u>(5,752,157)</u>	<u>(1,441,397)</u>
Net Loss for the Period Before Other Income from Continuing Operations		(2,540,208)	(681,412)	(5,752,157)	(1,441,397)
Net Loss For the Period Before Other Income from Discontinued Operations	5	-	(184,248)	-	(564,338)
OTHER ITEMS					
Accretion expense		(949)	-	(108,014)	-
Foreign exchange (loss)/gain		(1,239)	236	(861)	(971)
License Income		34,157	-	34,157	-
Impairment on intangibles	9	(2)	-	(310)	(377)
Interest income		5,843	161	5,864	2,409
Interest income from Loans receivable		-	53,046	-	57,123
Other income	7	416	2,475	768	208,516
Gain on Debt settlement	13	-	(20,076)	-	(5,922)
Gain or Loss on disposition of subsidiary	2	-	112,291	-	107,175
Other income/(loss) on debt forgiven	5	-	34,257	-	(1,386,785)
Total other (loss) income from continued operations		<u>38,226</u>	<u>182,390</u>	<u>(68,396)</u>	<u>(1,018,832)</u>
Net Loss for the Period from Continuing Operations		(2,501,982)	(499,022)	(5,820,553)	(2,460,229)
Net Income/(Loss) for the Period from Discontinued Operations	5	-	(25,323)	-	1,017,175
TOTAL NET LOSS FOR THE PERIOD		(2,501,982)	(524,345)	(5,820,553)	(1,443,054)

BLOCKMATE VENTURES INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
FOR THE THREE AND NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian dollars)
(Unaudited)

TOTAL NET LOSS FOR THE PERIOD		(2,501,982)	(524,345)	(5,820,553)	(1,443,054)
OTHER COMPREHENSIVE INCOME (LOSS)					
Gain (loss) in revaluation of cryptocurrency	8	7,749	-	(12,847)	-
Other comprehensive income for the year		(122,253)	214,767	(220,713)	217,995
		<u>(2,616,486)</u>	<u>(309,578)</u>	<u>(6,054,113)</u>	<u>(1,225,059)</u>
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD					
Loss attributable to:					
Shareholders of the Company		(2,613,849)	(295,940)	(5,945,144)	(1,211,421)
Non-controlling interest	17	(2,637)	(13,638)	(108,969)	(13,638)
		<u>(2,616,486)</u>	<u>(309,578)</u>	<u>(6,054,113)</u>	<u>(1,225,059)</u>
Basic weighted average shares outstanding		141,531,402	110,797,758	121,777,897	110,653,647
Basic net income/(loss) per share - Continuing Operations		(0.02)	0.00	(0.05)	(0.02)
Basic net income per share - Discontinued Operations		0.00	0.00	0.00	0.01
Diluted weighted average shares outstanding		189,533,095	154,280,787	167,565,212	152,284,620
Diluted net income/(loss) per share - Continuing Operations		(0.01)	0.00	(0.03)	(0.02)
Diluted net income per share - Discontinued Operations		0.00	0.00	0.00	0.01

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

BLOCKMATE VENTURES INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian dollars)
(Unaudited)

	Notes	2025	2024
		\$	\$
OPERATING ACTIVITIES			
Net loss for the period from continuing operations		(5,820,553)	(2,460,229)
Items not affecting cash:			
Accretion expense	12	159,012	-
Gain on Debt settlement		-	(14,154)
Impairment of intangibles	9	(310)	377
Depreciation on equipment	7	900	-
Amortization and depreciation		-	23,250
Write up of Plant and Machinery		-	(207,240)
Loss on sale of subsidiary		-	(107,175)
Share based compensation	14,15,16	644,149	141,380
Loss on revaluation of cryptocurrency	8	12,847	-
Accrued interest income		-	(57,123)
Other income on debt forgiven	5	-	1,436,031
		<u>(5,003,955)</u>	<u>(1,244,883)</u>
Changes in non-cash working capital items:			
Accounts receivable		(72,930)	-
Prepaid expenses	4	549,130	(263,893)
Due to directors		-	(13,267)
Accounts payable and accrued liabilities	10	(5,203)	(171,279)
Proceeds from deferred revenue		-	-
Net cash used in operating activities from continuing operations		<u>(4,532,958)</u>	<u>(1,693,322)</u>
Net cash used in operating activities from discontinued operations	5	-	(414,630)
FINANCING ACTIVITIES			
Net proceeds from issuance of shares	13	3,147,955	25,000
Proceeds from SAFE notes	12	948,563	3,343,256
Proceeds from unearned income		25,000	-
Proceeds from loans receivable repayment		(707,209)	-
Increase in Loans receivable		-	(1,615,423)
Net cash provided by financing activities from continuing operations		<u>3,414,309</u>	<u>1,752,833</u>
Net cash provided by financing activities from discontinued operations	5	-	-
INVESTING ACTIVITIES			
Acquisition of equipment	7	(2,392)	6,468
Acquisition of intangibles	9	(5,890)	(9,149)
Conversion of intangible asset to cash		2,373,454	-
Net cash provided by (used in) investing activities from continuing operations		<u>2,365,172</u>	<u>(2,681)</u>
Net cash used in investing activities from discontinued operations	5	-	(6,468)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		1,246,523	(364,268)
CASH AND CASH EQUIVALENTS, BEGINNING OF THE PERIOD		57,464	825,235
EFFECT OF CHANGES IN FOREIGN EXCHANGE RATES		(44,362)	(58,468)
CASH AND CASH EQUIVALENTS, END OF THE PERIOD		1,259,625	402,499

Cash and cash equivalents at the end of the period consists of:

	March 31, 2025	June 30, 2024	March 31, 2024	June 30, 2023
Continuing operations	1,259,625	57,464	402,499	499,852
Discontinued operations (Note 5)	-	-	-	325,383
Total	1,259,625	57,464	402,499	825,235

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

BLOCKMATE VENTURES INC.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian dollars)
(Unaudited)

	Number of Common Shares (Note 13)	Share Capital (Note 13)	Contributed Surplus	Warrants and Options Reserve (Note 14)	Subscription Receivable	DSU Reserves (Note 16)	RSU Reserves (Note 15)	Accumulated Deficit	Non- Controlling Interest (Note 17)	Accumulated Other Comprehen sive Profit/ (Loss)	Total Shareholders ' Deficit
		\$	\$	\$	\$		\$	\$	\$	\$	\$
Balance, June 30, 2023	107,966,997	19,352,300	2,669,673	943,758	(25,000)	-	-	(22,576,973)	-	(683,920)	(320,162)
Shares issued for debt settlement	2,830,761	127,384	-	-	-	-	-	-	-	-	127,384
Subscription received	-	-	-	-	25,000	-	-	-	-	-	25,000
Share options granted	-	-	-	124,959	-	-	-	-	-	-	124,959
RSU granted	-	-	-	-	-	-	16,421	-	-	-	16,421
Net loss for the period	-	-	-	-	-	-	-	(1,429,416)	(13,638)	-	(1,443,054)
Accumulated other comprehensive income	-	-	-	-	-	-	-	-	-	217,995	217,995
Balance, March 31, 2024	110,797,758	19,479,684	2,669,673	1,068,717	-	-	16,421	(24,006,389)	(13,638)	(465,925)	(1,251,457)
Balance, June 30, 2024	110,797,758	19,493,838	2,669,673	1,111,947	-	-	113,400	(25,117,247)	(63,050)	(610,726)	(2,402,165)
Private placement	14,000,000	730,580	-	669,420	-	-	-	-	-	-	1,400,000
Warrant exercise	17,292,000	1,752,544	-	(455,642)	-	-	-	-	-	-	1,296,902
Options exercise	187,500	15,691	-	(6,316)	-	-	-	-	-	-	9,375
Options granted	-	-	-	482,354	-	-	-	-	-	-	482,354
Options vested	-	-	-	69,555	-	-	-	-	-	-	69,555
RSU vested	2,520,000	113,400	-	-	-	-	(113,400)	-	-	-	-
RSU granted	-	-	-	-	-	-	252,000	-	-	-	252,000
DSU granted	-	-	-	-	-	281,918	-	-	-	-	281,918
Net loss for the period	-	-	-	-	-	-	-	(5,711,584)	(108,969)	-	(5,820,553)
Accumulated other comprehensive income	-	-	-	-	-	-	-	-	-	(233,560)	(233,560)
Balance, March 31, 2025	144,797,258	22,106,053	2,669,673	1,871,318	-	281,918	252,000	(30,828,831)	(172,019)	(844,286)	(4,664,174)

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

BLOCKMATE VENTURES INC.
NOTES TO CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian Dollars, unless otherwise noted)
(Unaudited)

1. NATURE OF OPERATIONS AND GOING CONCERN

Blockmate Ventures Inc. (Formerly Midpoint Holdings Ltd.) (the "Company") was incorporated under the Business Corporations Act (British Columbia) on April 15, 2010 and was classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. The principal business of the Company was to negotiate an acquisition or participation in a business subject to acceptance by regulatory authorities and, in certain cases, shareholder approval (the "Qualifying Transaction") which it completed on April 11, 2013.

The Company owns 100% of Blockchain World Ltd. ("BWL"). BWL owns Hivello Holdings Ltd and the premium domain names, Blockchain.eu (Europe) and Blockchain.com.au (Australia). During the year ended June 30, 2024, the Company completed the divestment of its Midpoint foreign exchange business (MPNT and MPT HK) to focus all its resources toward the blockchain and clean energy ventures within its portfolio and reduce its net cash outflows by approximately \$500,000 per annum.

The Company's head office is 650-1231 Pacific Blvd., Vancouver, British Columbia, V6Z E2.

There is no assurance that the Company's business will result in future profitable operations. The business is subject to risk, market conditions, supply and demand, and competition. The Company relies on financing and the cash currently available to meet its administrative overhead and maintain its assets. The recoverability of amounts shown in assets is dependent on several factors. These factors include the ability of the Company to obtain financing to complete the planned growth, reduction of operating expenses, and future cashflow from the Company's business.

However, there can be no assurance that the Company will be able to continue to raise funds in the future in which case the Company may be unable to meet its obligations. Should the Company be unable to realize on its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the condensed interim consolidated statement of financial position.

To reduce its net cash outflows by approximately \$500,000 per annum, the company divested MPNT and MPT HK.

These condensed interim consolidated financial statements have been prepared on a going concern basis, which contemplates that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. On March 31, 2025, the Company also had an accumulated deficit of \$30,828,831 (June 30, 2024 - \$25,117,247).

On March 31, 2025, the Company has working capital deficiency of \$5,419,807 (June 30, 2024 – \$3,250,907) which is not considered sufficient to fund operations at their current levels for the next twelve months. Therefore, the Company will be required to generate additional funding through operations or external financing, which cannot be assured. These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern.

2. MATERIAL ACCOUNTING POLICIES

Statement of compliance and principles of consolidation

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") and as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The condensed interim consolidated financial statements have been prepared in conformity with IAS 34 Interim Financial Reporting and do not include all the information required for full annual consolidated financial statements in accordance with IFRS and should be read in conjunction with the audited consolidated financials for the year ended June 30, 2024. They are presented in Canadian dollars.

The accounting policies followed in these condensed interim consolidated financial statements are the same as those applied in the Company's most recent audited consolidated financial statements for the years ended June 30, 2024 and 2023. Accounting standards and amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the financial statements.

BLOCKMATE VENTURES INC.
NOTES TO CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian Dollars, unless otherwise noted)
(Unaudited)

2. MATERIAL ACCOUNTING POLICIES (Continued)

The condensed interim consolidated financial statements have been prepared on a historical cost basis using the accrual basis of accounting. The condensed interim consolidated financial statements include the Company's subsidiaries, BWL and HVL; and discontinued operations, MPT UK and MPT HK. All significant intercompany accounts and transactions have been eliminated as a result of consolidation.

The condensed interim consolidated financial statements comprise of the financial statements of the Company and the following entities owned and controlled by the Company and its subsidiaries:

Name of Subsidiary	Country of Incorporation	Ownership		Principle Activities
		March 31, 2025	June 30, 2024	
Blockchain World Ltd	London	100%	100%	Blockchain
Hivello Holdings Ltd	London	96% BWL	96% BWL	Blockchain
Hivello Operations B.V. Hivello Software	Netherlands	100% HVL	100% HVL	Blockchain
Development Co. Ltd.	Vietnam	100% HVL	100% HVL	Blockchain
Midpoint Canada	Canada	100%	100%	Dormant company
Midpoint & Transfer	England and Wales	-	-	Currency exchange
Midpoint Hong Kong	Hong Kong	-	-	Currency exchange

These consolidated interim condensed financial statements were approved and authorized by the Board of Directors of the Company on May 30, 2025.

During the nine months ended March 31, 2025, Hivello Software Development Company Ltd., a company incorporated by Hivello Holdings on August 5, 2024, has started its operations and was included in the condensed interim consolidated financial statements. During the year ended June 30, 2024, Hivello Operations B.V., a company incorporated by Hivello Holdings on September 5, 2022, has started its operations and was included in the condensed interim consolidated financial statements.

The operating results of MPT HK and MPNT, the subsidiaries that were sold during the year ended June 30, 2024, are included in discontinued operations in these condensed interim consolidated financial statements.

All intercompany transactions, balances, income and expense are eliminated upon consolidation.

The Company reassess whether or not it controls the subsidiaries if facts and circumstances indicate that there are changes to the three elements of control listed above.

Subsidiaries are those entities which the Company controls by having the power to govern the financial and operating policies. Subsidiaries are fully consolidated from the date on which control is obtained by the Company and are deconsolidated from the date that control ceases.

Discontinued Operations

The Company completed the sale of MPT HK and MPNT on November 21, 2023, and March 31, 2024, respectively. The segments meet the criteria of a discontinued operation under IFRS 5. These segments were discontinued and reclassified as assets held for sale as at June 30, 2023.

As at November 21, 2023, the company completed the divestiture of MPT HK and accordingly has not been consolidated subsequent to November 21, 2023. As at March 31, 2024, the company has completed its previously announced divestiture of MPNT and accordingly has not been consolidated subsequent to March 31, 2024. The operating results of MPT HK and MPNT are included in the consolidated statement of comprehensive loss up until the date of disposal. The sale of MPT HK and MPNT resulted to a loss in disposition of subsidiary for \$5,116 and a gain in disposition of subsidiary for \$329,002, respectively (Note 5).

BLOCKMATE VENTURES INC.
NOTES TO CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian Dollars, unless otherwise noted)
(Unaudited)

3. CASH

As at March 31, 2025, the Company had cash of \$1,259,625 (June 30, 2024 - \$57,464). The Company maintains cash in various banks in Canada, United Kingdom, and Netherlands. As of March 31, 2025, the cash balance consists of \$1,259,625 (June 30, 2024 - \$57,464) held by entities with continuing operations and \$Nil (June 30, 2024 - \$Nil) held by the discontinued segment (Note 5).

4. PREPAID EXPENSES

As at March 31, 2025, the Company had an aggregate prepaid expense of \$442,785 (June 30, 2024 - \$354,665) all held by the entities with continuing operations.

Prepaid expenses as at March 31, 2025 consist of the following:

Prepaid Expense	March 31, 2025	June 30, 2024
	\$	\$
Consulting and Professional Fees	14,274	159,468
Filing and Listing Fees	28,166	35,354
Contractor fees	6,371	7,950
Marketing & Advertising	266,347	70,220
Subscriptions	3,128	-
Travel	18,801	-
General expenses	105,698	81,673
Total prepayments held by continuing operations	442,785	354,665

During the nine months ended March 31, 2025, the company has received gross proceeds as an advance subscription for SAFE financing in form of service agreements amounting to \$440,000 USD (\$637,250 CAD) (Note 11) (June 30, 2024 - \$275,000 USD (\$368,442 CAD) (Note 12)); of which was excluded from the cashflow statement as a non-cash consideration for SAFE notes.

The unused portion of the service agreements is included in the prepaid expenses totaling to \$207,376 (June 30, 2024 - \$134,020).

5. DISCONTINUED OPERATIONS

Midpoint & Transfer (MPNT) and Midpoint Hong Kong (MPT HK) met the criteria of a discontinued operation under IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations.

On September 21, 2023, the Company entered into a binding agreement to divest its Midpoint foreign exchange business. The parties agreed that all intercompany transactions will be forgiven, resulting to loss on debt forgiveness for continuing operations and income on debt forgiveness for discontinued operations amounting to \$1,459,139.

On November 21, 2023, the company completed the divestiture of MPT HK and accordingly has not been consolidated subsequent to November 21, 2023. In consideration for the divestiture, the acquirer will assume responsibility for all liabilities and obligations associated with the business as well as operational expenses associated with maintaining its operations. The sale of MPT HK resulted to the loss in disposition of subsidiary from continuing operations for \$5,116.

On March 31, 2024, the company completed the previously announced divestiture of MPNT and accordingly has not been consolidated subsequent to March 31, 2024. In consideration for the divestiture, the acquirer assumed the responsibility for all liabilities and obligations associated with the business as well as operational expenses associated with maintaining its operations. The sale of MPNT resulted to the gain in disposition of subsidiary from continuing operations for \$329,002.

There are no assets and liabilities associated with the discontinued operations included in the Consolidated Balance Sheet as at March 31, 2025.

BLOCKMATE VENTURES INC.
NOTES TO CONSOLIDATED INTERIM CONDENSED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED MARCH 31, 2025 AND 2024
(Expressed in Canadian Dollars, unless otherwise noted)
(Unaudited)

5. DISCONTINUED OPERATIONS (Continued)

The comparative Consolidated Statements of Operations and Comprehensive Loss shows the discontinued operation separately from continuing operations.

	For the three months ended March 31,		For the nine months ended March 31,	
	2025	2024	2025	2024
	\$	\$	\$	\$
REVENUE	-	95,976	-	229,113
COST OF SALES	-	(47,680)	-	(177,172)
GROSS MARGIN FROM DISCONTINUED OPERATIONS	-	48,296	-	51,941
EXPENSES				
Amortization and depreciation	-	(2,464)	-	(9,002)
General and administrative	-	(41,735)	-	(178,953)
Marketing	-	(3,003)	-	(5,528)
Professional and consulting fees	-	(103,675)	-	(204,275)
Rent	-	(19,169)	-	(43,560)
Software development and website	-	(11,839)	-	(9,806)
Wages	-	(50,659)	-	(165,155)
	-	(232,544)	-	(616,279)
Net Loss for the Period Before Other Income from Discontinued Operations	-	(184,248)	-	(564,338)
OTHER ITEMS				
Foreign exchange loss	-	(165)	-	(1,907)
Grant income	-	145,369	-	146,214
Interest income	-	(59)	-	(63)
Expense recovery	-	(1,209)	-	1,238
Other income on debt forgiven	-	14,989	-	1,436,031
Total other income	-	158,925	-	1,581,513
NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS FOR THE PERIOD	-	(25,323)	-	1,017,175
OTHER COMPREHENSIVE INCOME (LOSS)	-	-	-	-
Other comprehensive loss for the year	-	(46,588)	-	(68,399)
COMPREHENSIVE INCOME (LOSS) FROM DISCONTINUED OPERATIONS FOR THE PERIOD	-	(71,911)	-	948,776

The Consolidated Statements of Cash Flow shows the following cash provided by the discontinued operations:

For the nine months ended March 31,	2025	2024
	\$	\$
Net cash used in operating activities	-	(414,630)
Net cash used in financing activities	-	-
Net cash used in investing activities	-	(6,468)
NET DECREASE IN CASH	-	(421,098)
Cash, beginning of period	-	325,383
Effect of changes in foreign exchange rates	-	95,715
Cash, end of period	-	-

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6. LOANS RECEIVABLE

During the nine months ended March 31, 2025, the company advanced funds \$753,601 to an external (June 30, 2024 - \$Nil). This loan is due on demand and interest-free.

Loan I

On December 22, 2023, the Company entered into an unsecured loan agreement with an arm's length party to lend \$500,000 USD (\$661,312 CAD) accruing an interest at the rate of 25% per annum and maturing on March 22, 2024.

The accrued interest income is calculated using a simple interest rate of 25% annually until the maturity date:

Date	Principal	Accrued Interest (25%)	Converted to to Loan III	Carrying Value
	\$	\$	\$	\$
December 22, 2023	679,537	-	-	679,537
December 31, 2023	679,537	4,189	-	683,726
March 22, 2024	679,537	38,166	-	717,703
March 23, 2024	679,537	42,355	(721,892)	-

On March 23, 2024, the Loan I has been converted to Loan III with the terms discussed below (Note 6 - Loan III).

Loan II

On March 07, 2024, the Company entered into an unsecured loan agreement with an arm's length party to lend \$700,000 USD (\$945,549 CAD) accruing an interest at the rate of 20% per annum and maturing on March 06, 2025.

The accrued interest income is calculated using a simple interest rate of 20% annually until the maturity date:

Date	Principal	Accrued Interest (20%)	Converted to to Loan III	Carrying Value
	\$	\$	\$	\$
March 7, 2024	959,187	-	-	959,187
March 23, 2024	959,187	8,409	(967,596)	-

On March 23, 2024, the Loan II has been converted to Loan III with the terms discussed below (Note 6 - Loan III).

Loan III

On March 23, 2024, the Company converted the two previous loans totaling to \$1,200,000 USD (\$1,615,423 CAD). The new unsecured loan agreement accrues an interest at the rate of 20% per annum and matures on March 22, 2025.

The accrued interest income is calculated using a simple interest rate of 20% annually until the maturity date:

Date	Principal	Principal Payment	Accrued Interest	Carrying Value
	\$	\$	\$	\$
March 23, 2024	1,638,724	-	50,764	1,689,488
March 31, 2024	1,638,724	-	4,196	1,693,684
May 14, 2024 - Interest	1,638,724	-	(44,084)	1,649,600
May 15, 2024	1,226,036	(412,688)	37,108	1,274,020
June 06, 2024	675,785	(550,251)	14,741	738,510
June 17, 2024	-	(687,814)	19,303	69,999
June 30, 2024	-	-	(23,607)	46,392
September 30, 2024	-	-	(46,392)	-

On March 31, 2025, no loan was converted and has carrying value of \$Nil (June 30, 2024 - \$46,392).

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7. EQUIPMENT

The following table summarizes the Company's equipment transactions for the nine months ended March 31, 2025, and the year ended June 30, 2024:

	March 31, 2025	June 30, 2024
	\$	\$
Cost		
Balance, beginning of the period	1,963	-
Additions	2,392	8,431
Effect of changes in foreign exchange rates	143	-
Reclassification of MPT UK as asset held for sale	-	(6,468)
Balance, end of the period	4,498	1,963
Accumulated Depreciation		
Balance, beginning of the period	327	-
Depreciation – Continuing operations	900	258
Depreciation – Discontinued operations	-	9,002
Expense recovery – Discontinued operations	-	(1,234)
Effect of changes in foreign exchange rates	48	69
Reclassification of MPT UK as asset held for sale	-	(7,768)
Balance, at end of the period	1,275	327
Net Book Value	3,223	1,636
Comprised as follows:		
Computer Equipment	3,223	1,636
Total	3,223	1,636

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication those assets have suffered an impairment loss. If any such indication exists, it estimates the asset's recoverable amount to determine the extent of the impairment loss (if any). Where it is not possible to estimate an individual asset's recoverable amount, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. Where it can identify a reasonable and consistent basis of allocation, it also allocates corporate assets to individual CGU's or otherwise allocates them to the smallest group of CGU's for which it can identify a reasonable and consistent allocation basis.

If an asset or CGU's recoverable amount is estimated to be less than its carrying amount, the carrying amount is reduced to its recoverable amount, recognizing an impairment loss immediately in profit or loss. During the nine months ended March 31, 2025, the Company did not identify indicators of impairment with respect to its equipment (June 30, 2024 - \$Nil).

8. CRYPTO ASSETS

Cryptocurrencies owned by HVL consist of Tether (USDT), USD Coin (USDC), Nosana (NOS), Solana (SOL), and Helium Assets. Cryptocurrencies are initially measured at cost and subsequently measured using a revaluation model.

	March 31, 2025	June 30, 2024
	\$	\$
Tether (USDT)	583,075	820,000
USD Coin (USDC)	123,432	-
Solana (SOL)	5,174	-
Nosana (NOS)	9,321	-
Helium asset	16,280	18,212
Balance, end of the period	737,282	838,212

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8. CRYPTO ASSETS (Continued)

During the nine months ended March 31, 2025, the company has received total gross proceeds as an advance subscription for SAFE notes financing in form of cryptocurrencies amounting to \$1,585,000 USD (\$2,285,262 CAD) (Note 11) (June 30, 2024 - \$1,415,000 USD (\$1,945,179 CAD) (Note 12)), of which was excluded from the cashflow statement as a non-cash consideration.

As at the nine months ended March 31, 2025, Hivello owns 405,630 USDT, 85,859 USDC, 29 SOL, 10,035 NOS, and Helium assets: 3,135 Helium HNT, 3,767,557 Helium IOT, and 5 SPL Helium Token. The cryptocurrency is presented as an intangible asset initially measured at cost of \$732,606 and subsequently measured using revaluation model. The fair value of the cryptocurrency as at March 31, 2025 is \$737,282 (June 30, 2024 - \$46,392). This resulted to a loss in revaluation of cryptocurrency amounting to \$12,847 for the nine months ended March 31, 2025 (2024 - \$Nil).

	Quantity	Value per unit	March 31, 2025
		\$	\$
Tether (USDT)	405,630	1.437456	583,075
USD Coin (USDC)	85,859	1.437600	123,432
Solana (SOL)	29	179.470000	5,174
Nosana (NOS)	10,035	0.928864	9,321
Helium HNT	3,135	4.385686	13,749
Helium IOT	3,767,557	0.000666	2,508
SPL Helium Token	5	4.385686	23
Balance, end of the period			737,282

The value per unit is based on the quoted market price per Tether (USDT), USD Coin (USDC), Nosana (NOS), Solana (SOL), and Helium assets in an active cryptocurrency market, as at March 31, 2025.

9. INTANGIBLES

The following table summarizes the Company's intangibles transactions for the nine months ended March 31, 2025 and the year ended June 30, 2024:

	March 31, 2025 (Unaudited)	June 30, 2024 (Audited)
	\$	\$
Cost		
Balance, beginning of the period	135,268	125,989
Additions	5,890	9,279
Effect of changes in foreign exchange rates	654	-
Balance, end of the period	141,812	135,268
Accumulated Depreciation		
Balance, beginning of the period	126,374	125,989
Impairment	310	385
Balance, at end of the period	126,684	126,374
Net Book Value	15,128	8,894
Comprised as follows:		
Trademarks	15,128	8,894
Total	15,128	8,894

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9. INTANGIBLES (Continued)

During the nine months ended March 31, 2025, and the year ended June 30, 2024, management determined that the Company does not have a plan to promote the websites related to domains acquired during the year in the near future. This resulted to recognition of impairment of intangible assets for \$310 and \$385, respectively.

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

As at March 31, 2025, the Company had an aggregate accounts payable and accrued liabilities of \$468,708 (June 30, 2024 - \$473,848) all held by entities with continuing operations.

Accounts payable and accrued liabilities as at March 31, 2025 consist of the following:

Accounts payable and accrued liabilities	March 31, 2025	June 30, 2024
	\$	\$
Total Accounts Payable	153,313	114,685
Total Accruals	285,958	331,975
Other Payables	29,437	27,188
Total accounts payable and accrued liabilities held by continuing operations	468,708	473,848

Accruals as at March 31, 2025 consist of the following:

Accruals	March 31, 2025	June 30, 2024
	\$	\$
Professional fees	165,206	245,636
Wages payable	116,793	81,250
General expenses	3,959	5,089
Total accruals	285,958	331,975

11. ADVANCE SUBSCRIPTION FOR SAFE NOTES

To raise an additional funding, Hivello, a subsidiary, intends to complete an additional SAFE (Simple Agreement for Future Equity) instrument fundraising. As at March 31, 2025, Hivello received a total of \$2,683,937 USD (\$3,871,075 CAD) in relation to the new SAFE Notes financing.

Pursuant to the capital raise, the company received gross proceeds of:

- Cash and cash equivalents amounting to \$658,937 USD (\$948,562 CAD)
- Service agreements equivalent to \$440,000 USD (\$637,250 CAD) (Note 4)
- Cryptocurrencies amounting to \$1,585,000 USD (\$2,285,262 CAD) (Note 8)

As at March 31, 2025, Hivello has not completed the financing resulting to a total of \$3,871,075 advance subscription for SAFE notes.

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12. SAFE NOTES

Safe Notes I

In August 2022, the Company entered into an advanced subscription agreement (also referred to as convertible note/SAFE) with six investors that allows the investors to convert the principal amount to shares of Hivello (a wholly owned subsidiary). The Company issued an aggregate of 73,729 USD (97,617 CAD) SAFE notes, convertible at a discount of 20%, and bearing interest of 6% paid in equity at conversion period. The conversion terms include a 6% discount potentially subject to a valuation cap at 25,000,000 USD. As a result, the upside is typically a 6% 'return' (when it's issued at the discount) which only scales up when the cap kicks in.

From the components of the agreement below:

- The convertible notes have no maturity date.
- The Company will issue a variable number of shares upon conversion and ultimate settlement of the debt.
- The holder is entitled to receive cash or other financial assets from the Company.

The instruments are classified as financial liabilities until conversion takes place in line with IFRS 9, financial instruments.

Conversion terms:

- Where conversion takes place pursuant to below, a price per Conversion Share that includes a discount of 6% of the Subscription Price. The discount is applied on initial recognition. IFRS 9 requires a financial liability to be recognized initially using the fair value in addition to the discount, increasing the carrying value of the financial liability. In this case, the 6% below market interest rate will require amortising the discount subsequently, recognizing an interest expense in the income statement.
- Where conversion takes place pursuant to clause 3.1(b) or 3.1(c) below, a price per Conversion Share equal to a price per share based on a pre-money valuation of 5,000,000 USD, rounded down to the nearest whole share.

Valuation cap

- The payment of the Interest by the Company via bank transfer to the Subscriber is nominated bank account (details of which shall be provided separately to the Company by the Subscriber) on or within 7 days after the Conversion Date: or
- The Company shall allot and issue to the Subscriber ordinary shares equal to a price per share based on a pre-money valuation of 5,000,000 USD, rounded down to the nearest whole share that when aggregated equates to the Interest ("Aggregated Share Equivalent") on the Conversion Date, and the Company shall use its reasonable endeavors to achieve parity between the Interest and the Aggregated Share Equivalent but the Subscriber recognizes and consents to any required downward adjustments of the Aggregated Share Equivalent to ensure that the Subscriber receives a whole number of shares

The 6% annual interest rate is measured using the Effective Interest Rate (EIR) and the discount initially recognized as financial liability is subsequently amortized. The table below is expressed in CAD:

Date	Principal	Interest (6%)	Discount (6%)	Effect of conversion rate	Carrying Value
	\$	\$	\$	\$	\$
June 30, 2023	97,617	5,857	5,857	-	97,617
December 31, 2023	97,617	1,464	1,464	(97,617)	-

As at December 31, 2023, \$97,617 SAFE notes were converted to an advanced subscription agreement secured as SAFE notes with terms below (Note 12 – Safe Notes II).

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12. SAFE NOTES (Continued)

Safe Notes II

In December 2023, the Company entered into an advanced subscription agreement that allows the investors to convert the principal amount to shares of Hivello (a subsidiary). On December 14, 2023, the company successfully completed a \$1,000,000 USD capital raise. This SAFE (Simple Agreement for Future Equity) instrument fundraising round places a pre-money valuation cap on Hivello at \$5,000,000 USD. Additionally, in January 2024, the Company closed another \$1,500,000 USD capital raise at a pre-money valuation cap of \$9,000,000 USD.

In December 2023, the Company issued an aggregate of \$1,484,229 USD (\$1,987,112 CAD) SAFE notes in relation to the agreement. Of the issued SAFE notes include 484,229 USD (\$648,294 CAD) advance payments from investors for the second round of capital raise closed in January 2024.

In January 2024, the Company issued an aggregate of \$1,080,000 USD (\$1,455,142 CAD) Simple Agreement for Future Equity (SAFE) notes. As at June 30, 2024, the total SAFE notes issued by the Company amounts to \$2,564,229 USD (\$3,442,254 CAD).

Pursuant to the capital raise, the company received gross proceeds of:

- Cash and cash equivalents amounting to \$800,500 USD (\$1,075,353 CAD)
- Cryptocurrencies amounting to \$1,415,000 USD (\$1,900,842 CAD)
- Service agreements equivalent to \$275,000 USD (\$368,442 CAD)
- Converted SAFE Notes I, amounting to \$73,729 USD (\$97,617 CAD) (Note 12 – Safe Notes I)

From the components of the agreement below:

- The convertible notes have no maturity date.
- The Company will issue a variable number of shares upon conversion and ultimate settlement of the debt.
- The holder is entitled to receive cash or other financial assets from the Company (IFRS 9, paragraph 4.2.1).
- The SAFE Notes has a total principal amount of \$3,442,254 CAD and total present value of \$3,118,420 CAD discounted using the 6.7% prime rate with an estimated maturity date on September 30, 2025.
- If the Company has any Future Token* Offerings, then the Investor shall be entitled to receive, at no cost, a portion of the Tokens being distributed in Future Token Offerings on a pro-rata basis. *Coin or Token means any form of sale, grant, distribution, private sale or the public sale of cryptographic coins or tokens via a private placement, initial coin offering, blockchain or otherwise.
- No interest is payable on the Advance Subscription in any circumstance. No amount of the Advance Subscription is repayable by the Company in any circumstance, but such amount may be converted into Shares.

The instruments are classified as financial liabilities until conversion takes place in line with IFRS 9, financial instruments.

Conversion terms:

- The Advance Subscription shall automatically convert into Conversion Shares at the Conversion Price, and the Company shall issue and allot to the Subscriber (or as the Subscriber shall direct) the number of fully paid Conversion Shares to which it is entitled in event of financing round, liquidation event, long stop date, and insolvency.
- The Conversion Shares so allotted and issued shall be in full satisfaction and discharge of all obligations of the Company under this agreement to the Subscriber and this agreement shall terminate automatically and immediately on completion of such conversion.

Interest and Discount rate:

- SAFE notes bear no interest and is therefore discounted using a discount rate of 6.7%, following the current prime rate. The carrying value of the Advance Subscription Funds is \$3,235,517 CAD and is estimated to be converted September 30, 2025.

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12. SAFE NOTES (Continued)

Safe Notes II (Continued)

The following table summarizes the Company's SAFE notes transactions for the nine months ended March 31, 2025 and the year ended June 30, 2024. The table below is expressed in CAD:

	March 31, 2025	June 30, 2024
	\$	\$
Balance, beginning of the period	3,235,517	97,617
Additions	-	3,405,710
Accretion expense	159,012	102,865
Discount	(53,928)	(373,485)
Effect of exchange rate	243,364	2,810
Balance, end of the period	3,583,965	3,235,517

As at March 31, 2025, no SAFE note was converted, and no equity was issued by the Company in relation to this note.

13. SHARE CAPITAL

Authorized

As at March 31, 2025, the Company had authorized unlimited common shares and has 144,797,258 common shares outstanding (June 30, 2024 - 110,797,758).

Equity Activity

A summary of share transactions is as follows:

- i) As at March 31, 2025, the Company issued 17,479,500 shares for warrants and options exercised. During the nine months ended March 31, 2025, a total of 17,292,000 warrants and 187,500 options were exercised at a price of \$0.075 and \$0.05 per share, respectively. As at March 31, 2025, the total proceeds from exercise of warrants totals \$1,296,900 and \$9,375 from exercise of options. The transaction also resulted to recognition of decrease warrant and options value \$455,642 and \$6,316, respectively.
- ii) On February 07, 2025, the Company issued 2,520,000 shares upon vesting of restricted share units granted to certain directors and officers of the company.
- iii) On December 23, 2024, the Company completed a non-brokered private placement for gross proceeds of \$1,400,000, which will support Blockmate's pursuit of industry leadership in blockchain innovation and underscores its commitment to sustainable and transformative technology. In connection with completion of the offering, the company has issued 14,000,000 units at a price of \$0.10 per unit. Each unit consists of one common share, and one common share purchase warrant exercisable to acquire a further common share at a price of \$0.50 until December 23, 2027.

The fair value of the warrants was estimated using the Black Scholes option pricing model and the following assumptions:

	As at December 23, 2024
Share Price as at date of grant	\$0.21
Exercise Price	\$0.50
Risk-Free Annual Interest	2.97%
Annualized Volatility	219.27%
Expected Life of Option	36 months
Expected Annual Dividend	0%

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13. SHARE CAPITAL (Continued)

Equity Activity (continued)

- iv) On July 14, 2023, the Company issued 2,830,761 shares to settle outstanding debt related to the wages payable (Note 18) amounting to \$141,538. The Company has reached agreements with directors or officers of the company and two arm's-length creditors to settle outstanding indebtedness totaling \$141,538 through the issuance of 2,830,761 common shares at a deemed price of \$0.05 per share. On the date of issuance, the shares issued had a fair market value of \$0.05 per share.
- v) On June 15, 2023, the Company completed a non-brokered private placement for gross proceeds of \$820,000, which will be used for general working capital purposes. In connection with the completion of the offering, the company has issued 16,000,000 units at a price of \$0.05 per unit. Each unit consists of one common share, and one common share purchase warrant exercisable to acquire a further common share at a price of \$0.075 until June 15, 2026.

The gross proceeds of \$820,000 were allocated to common shares and share warrants based on the relative fair value. The Company recognized \$315,676 common shares and \$504,324 share warrants in relation to this transaction. No finder's fees or commissions were paid by the company in connection with completion of the offering.

The fair value of the warrants was estimated using the Black Scholes option pricing model and the following assumptions:

	As at June 15, 2023
Share Price	\$0.08
Risk-Free Annual Interest	3.88%
Annualized Volatility	365%
Expected Life of Option	36 months
Expected Annual Dividend	0%

- vi) On January 9, 2023, the Company completed a final tranche of its non-brokered private placement for additional gross proceeds of \$88,600. When combined with the initial tranche of the offering completed on November 17, 2022, the Company raised \$903,267. In connection with the completion of the final tranche of the offering, the company issued 1,772,000 units at a price of \$0.05 per unit. Each unit consists of one common share and one common share purchase warrant exercisable to acquire a further common share at a price of \$0.075 until January 6, 2026. No finders' fees or commissions were paid by the company in connection with completion of the offering.

The gross proceeds of \$88,600 were allocated to common shares and share warrants based on the relative fair value. The Company recognized \$55,479 common shares and \$33,121 share warrants in relation to this transaction.

The fair value of the warrants was estimated using the Black Scholes option pricing model and the following assumptions:

	As at January 9, 2023
Share Price	\$0.03
Risk-Free Annual Interest	3.38%
Annualized Volatility	339%
Expected Life of Option	36 months
Expected Annual Dividend	0%

- vii) On November 17, 2022, the Company completed a non-brokered private placement for gross proceeds of \$814,667 for general working capital. In connection with completion of the offering, the company issued 16,293,337 units at \$0.05 per unit. Each unit consists of one common share and one common share purchase warrant exercisable to acquire a further common share at \$0.075 until Nov. 17, 2025.

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13. SHARE CAPITAL (Continued)

Equity Activity (continued)

The gross proceeds of \$814,667 were allocated to common shares and share warrants based on the relative fair value. The Company recognized \$408,354 common shares and \$406,313 share warrants in relation to this transaction.

The fair value of the warrants was estimated using the Black Scholes option pricing model and the following assumptions:

	As at November 17, 2022
Share Price	\$0.05
Risk-Free Annual Interest	3.70%
Annualized Volatility	330%
Expected Life of Option	36 months
Expected Annual Dividend	0%

viii) On November 17, 2022, BWL has launched the Australian and European website domains, which successfully satisfied two of the previously established performance milestones related to its acquisition of Blockchain World (BWL). As a result of the satisfaction of the milestones, the company has issued 10,000,000 units of common shares at \$0.05 per unit for a total consideration of \$500,000 to the former shareholders of BWL as agreed at the time of purchase.

14. WARRANTS AND OPTIONS RESERVES

Warrants

The following table summarizes the Company's warrant activities during the nine months ended March 31, 2025 and the year ended June 30, 2024:

	Number	Weighted Average Exercise Price
		\$
Outstanding, June 30, 2023	34,465,337	0.075
Granted	-	-
Expired	-	-
Outstanding, June 30, 2024	34,465,337	0.075
Granted	14,000,000	0.500
Expired	-	-
Exercised	(17,292,000)	0.075
Outstanding, March 31, 2025	31,173,337	0.266

Outstanding share warrants as at March 31, 2025 are summarized below:

Grant date	Number of warrants	Exercise price	Expiry date
		\$	
22-Nov-2022	8,773,337	0.075	17-Nov-2025
20-Jun-2023	8,400,000	0.075	20-Jun-2026
23-Dec-2024	14,000,000	0.500	23-Dec-2027
Total	31,173,337		

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14. WARRANTS AND OPTIONS RESERVES (Continued)

Warrants

During the nine months ended March 31, 2025, 14,000,000 warrants were granted in connection to private placement (Note 13), 17,292,000 warrants were exercised, and no warrants expired. During the year ended June 30, 2024, no warrants were granted, exercised or expired. The total outstanding warrants of 31,173,337 has a weighted average exercise price of \$0.27 and average remaining 1.73 years to exercise before expiry date.

Option

The Company has a stock option plan (the "Plan") in place under which it is authorized to grant options to acquire common shares of the Company to directors, officers, consultants and other key employees of the Company. The number of common shares subject to options granted under the Plan are limited to 10% in the aggregate, and 5% with respect to any one optionee, of the number of issued and outstanding common shares of the Company at the date of the grant of the option.

On December 23, 2024, the Company granted a total is 5,625,000 share options exercisable at \$0.21 per share to certain directors, officers and consultants to the company. Options for 625,000 shares vest immediately, of which 25,000 is exercisable within 5 years and 600,000 is exercisable within 3 years. The remaining 5,000,000 options vest quarterly over a 24-month period and are exercisable for a period of 4 years. Options were granted but 2,725,000 is pending ratification of omnibus plan from shareholders at the next annual general and special meeting.

The fair value of the options was estimated using the Black Scholes option pricing model and the following assumptions:

	25,000 Share options	600,000 Share options	5,000,000 Share options
Share Price	\$0.21	\$0.21	\$0.21
Risk-Free Annual Interest	2.97%	2.97%	2.97%
Annualized Volatility	194.71%	219.27%	201.52%
Expected Life of Option	5 years	3 years	4 years
Expected Annual Dividend	0%	0%	0%

As at December 31, 2024, 625,000 immediately vested and as at March 31, 2025 there are 1,779,234 vesting portions of the 5,000,000 options resulting to recognition of share-based compensation amounting to \$482,354.

On October 27, 2023, the Company granted 7,550,000 incentive stock options to certain directors, officers and consultants to the company. With 146,938,374 securities on issue after issue of these options, these incentive options will represent 5.5% of the fully diluted capital. The options vest quarterly over a 24-month period and are exercisable at a price of \$0.50 until Oct. 27, 2028. As at March 31, 2025, there are 7,058,107 vesting portions of the options with a total fair value of \$237,745 of which 187,500 were exercised at a price of \$0.05 per share valued at \$6,316.

The fair value of the options was estimated using the Black Scholes option pricing model and the following assumptions:

	As at October 27, 2023
Share Price	\$0.035
Risk-Free Annual Interest	4.05%
Annualized Volatility	188.79%
Expected Life of Option	5 years
Expected Annual Dividend	0%

In relation to the 2,064,924 vesting of the options during the period ended March 31, 2025, the company recognize a share-based compensation expense of \$69,555 (June 30, 2024 - \$168,189) (Note 16).

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14. WARRANTS AND OPTIONS RESERVES (Continued)

Options

The following table summarizes the Company's option activities during the nine months ended March 31, 2025 and the year ended June 30, 2024:

	Number	Weighted Average Exercise Price
		\$
Outstanding, June 30, 2023	-	-
Granted	7,550,000	0.050
Expired	-	-
Outstanding, June 30, 2024	7,550,000	0.050
Granted	5,625,000	0.210
Expired	-	-
Exercised	(187,500)	0.050
Outstanding, March 31, 2025	12,987,500	

Outstanding share options as at March 31, 2025 are summarized below:

Grant date	Number of options	Exercise price	Expiry date
27-Oct-23	7,362,500	\$0.05	27-Oct-28
23-Dec-24	25,000	\$0.21	23-Dec-2029
23-Dec-24	600,000	\$0.21	23-Dec-2027
23-Dec-24	5,000,000	\$0.21	23-Dec-2028
Total	12,987,500		

As at March 31, 2025, 187,500 options were exercised. The total outstanding warrants of 12,987,500 has a weighted average exercise price of \$0.12 and remaining 3.60 years to exercise before expiry date.

15. RSU RESERVES

On December 23, 2024, the Company granted 1,200,000 restricted share units to certain directors and officers of the company. RSUs were granted but is pending ratification of omnibus plan from shareholders at the next annual general and special meeting. If approved, RSUs vest and will be settled in common shares of the company after 12 months. The RSU has a fair value of \$252,000.

The fair value of the RSU was estimated using the following:

	As at December 23, 2024
Share price	\$0.21
Vesting period	12 months
Date of grant	1,200,000

On February 07, 2024, the Company granted 2,520,000 restricted share units to certain directors and officers of the company in lieu of the wages payable amounting to \$93,324. The RSUs were granted in accordance with the omnibus incentive plan adopted by the company and has vested and converted into common shares on February 07, 2025 (Note 13). The share price as at date of grant is \$0.045 and is valued \$113,400, resulting to a loss on debt settlement of \$20,076.

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15. RSU RESERVES (Continued)

The fair value of the RSU was estimated using the following:

	As at February 07, 2024
Share price	\$0.045
Vesting period	12 months
Date of grant	2,520,000

The following table summarizes the Company's RSU activities during the nine months ended March 31, 2025 and the year ended June 30, 2024:

	Number	Weighted Average Share Price
		\$
Outstanding, June 30, 2023	-	-
Vested and issued	2,520,000	0.450
Outstanding, June 30, 2024	2,520,000	0.450
Granted	1,200,000	0.210
Vested and issued	(2,520,000)	0.450
Outstanding, March 31, 2025	1,200,000	0.210

Outstanding RSU as at March 31, 2025 are summarized below:

Grant date	Number of options	Exercise price	Expiry date
23-Dec-24	1,200,000	\$0.21	23-Dec-2025
Total	1,200,000	\$0.21	

16. DSU RESERVES

On December 23, 2024, the Company granted 5,000,000 deferred share units to certain directors and officers of the company. DSUs were granted but is pending ratification of omnibus plan from shareholders at the next annual general and special meeting. If approved, DSUs vest after 12 months but will only be settled in common shares of the company upon the departure of the holder from the company. The DSU has a fair value of \$1,050,000 of which 1,342,466 has vested resulting to recognition of share-based compensation of \$281,918 as at nine months ended March 31, 2025.

The fair value of the RSU was estimated using the following:

	As at December 23, 2024
Share price	\$0.21
Vesting period	12 months
Date of grant	5,000,000

17. NON-CONTROLLING INTEREST

On November 14, 2024, HVL, a subsidiary, entered into a stock purchase agreement and issued 465 of its common stock to unrelated parties, resulting in 4% of the ownership interest held by non-controlling shareholders.

Reconciliation of non-controlling interest as follows:

	March 31, 2025	June 30, 2024
Beginning Balance	(63,050)	-
Non-controlling interest share in net loss	(108,969)	(63,050)
Ending Balance	(172,019)	(63,050)

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18. KEY MANAGEMENT COMPENSATION AND RELATED PARTY TRANSACTIONS

Related parties and related party transactions impacting the accompanying condensed interim consolidated financial statements are summarized below and include transactions with the following individuals or entities:

Key management personnel:

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

Remuneration attributed to key management personnel can be summarized as follows:

	For the three months ended March 31,		For the nine months ended March 31,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Salaries and benefits (Included in director fees and wages)	81,250	25,000	95,833	75,000
Consulting fees (Included in professional & consulting fees)	61,075	101,070	208,338	330,071
Share-based compensation (Notes 14,15,16)	851,949	80,100	921,862	141,380
Total	994,274	206,170	1,226,033	546,451

The amount due to directors and related parties in the condensed interim consolidated statements of financial position is \$Nil as of March 31, 2025 (June 30, 2024 - \$63).

As at March 31, 2025, the Company has \$138,876 (June 30, 2024 - \$112,422) outstanding accounts payable due to related parties. Out of these payables \$6,250 (June 30, 2024 - \$6,250) is due to a former director of the Company and a company the former director controls.

19. CAPITAL MANAGEMENT

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 and development of its intangible assets. The capital of the Company consists of shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company has not generated significant revenues and is in the process of executing and developing its marketing plan; as such, the Company is dependent on external financing to fund its activities. In order to carry out the planned budget, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the nine months ended March 31, 2025, and the year ended June 30, 2024. The Company is not subject to externally imposed capital requirements.