
EMP METALS CORP.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2025 AND 2024
(Unaudited – Expressed in Canadian Dollars)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the 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 have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

EMP METALS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited – Expressed in Canadian Dollars)

	Note	October 31, 2025 \$	April 30, 2025 \$
ASSETS			
Current assets			
Cash and cash equivalents		1,101,207	2,416,347
Receivables		52,238	173,538
Prepaid expenses		217,516	162,168
		1,370,961	2,752,053
Non-current assets			
Exploration and evaluation assets	6	34,275,223	34,816,940
Reclamation deposit	6	307,600	307,600
Property and equipment	7	1,172,499	-
		37,126,283	37,876,593
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	10	400,740	215,628
Loan payable	8	4,641,404	4,181,811
Current taxes payable		100,000	100,000
		5,142,144	4,497,439
Non-current liabilities			
Deferred tax liability		1,174,500	1,174,500
		6,316,644	5,671,939
SHAREHOLDERS' EQUITY			
Share capital	9	43,195,890	43,195,890
Share-based compensation reserve	9	7,121,116	6,482,765
Foreign currency translation reserve		5,523	5,523
Deficit		(19,512,890)	(17,479,524)
		30,809,639	32,204,654
		37,126,283	37,876,593

Nature of operations and going concern (Note 1)

Commitments (Note 10)

Subsequent events (Note 12)

Approved and authorized for issuance on behalf of the Board of Directors on December 30, 2025

"Robin Gamley" Director

"Greg Bronson" Director

EMP METALS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the three and six months ended October 31, 2025 and 2024
(Unaudited – Expressed in Canadian Dollars)

	Notes	Three months ended October 31,		Six months ended October 31,	
		2025 \$	2024 \$	2025 \$	2024 \$
Expenses					
Consulting fees	9	169,063	197,459	369,562	397,281
Filing fees		14,495	17,310	27,024	29,114
Investor relations		170,018	516,275	386,893	729,425
Office		85,996	100,657	192,804	200,187
Professional fees	9	74,650	107,935	115,699	180,428
Salaries and benefits		86,250	98,376	183,737	134,631
Share-based compensation	8, 9	302,159	56,817	320,271	113,634
Loss before other items		(902,631)	(1,094,829)	(1,595,990)	(1,784,700)
Other items					
Interest expense		(196,140)	(10,875)	(390,913)	(10,875)
Interest income		11,882	32,743	22,762	111,341
Unrealized gain on marketable securities	5	-	17,483	-	13,585
Loss on settlement of accounts payable		-	(331,200)	-	(331,200)
Foreign exchange loss		(49,830)	(2,265)	(69,225)	(3,118)
		(234,088)	(294,114)	(437,376)	(220,267)
Net and comprehensive loss for the period		(1,136,719)	(1,388,943)	(2,033,366)	(2,004,967)
Loss attributable to:					
Shareholders of the Company		(1,136,719)	(1,384,756)	(2,033,366)	(1,981,340)
Non-controlling interest		-	(4,187)	-	(23,627)
		(1,136,719)	(1,388,943)	(2,033,366)	(2,004,967)
Basic and diluted loss per share		(0.01)	(0.01)	(0.02)	(0.02)
Weighted average number of shares outstanding		114,906,917	102,023,213	114,906,917	96,848,392

EMP METALS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Unaudited – Expressed in Canadian dollars, except for share figures)

	Note	Number of shares #	Share capital \$	Share-based compensation reserve \$	Foreign currency translation reserve \$	Deficit \$	Non-controlling interest \$	Total \$
Balance, April 30, 2024		91,673,571	33,149,330	5,368,427	5,523	(7,861,368)	2,502,471	33,164,383
Shares issued pursuant to private placement	9	4,266,680	1,280,004	-	-	-	-	1,280,004
Shares issued to acquire remaining 25% of HCL	4	17,085,000	8,200,800	-	-	(5,298,202)	(2,902,598)	-
Shares issued for services		1,840,000	552,000	-	-	-	-	552,000
Non-controlling interest contributions	6	-	-	-	-	-	423,754	423,754
Share-based compensation	9	-	-	113,634	-	-	-	113,634
Net and comprehensive loss for the period		-	-	-	-	(1,981,340)	(23,627)	(2,004,967)
Balance, October 31, 2024		114,865,251	43,182,134	5,482,061	5,523	(15,140,910)	-	33,528,808
Shares issued for exercise of options		41,666	13,756	(1,256)	-	-	-	12,500
Warrants issued for payment of arrangement and drawdown fees for loan	8	-	-	223,923	-	-	-	223,923
Share-based compensation	9	-	-	778,037	-	-	-	778,037
Net and comprehensive loss for the period		-	-	-	-	(2,338,614)	-	(2,338,614)
Balance, April 30, 2025		114,906,917	43,195,890	6,482,765	5,523	(17,479,524)	-	32,204,654
Warrants issued for property agreement	9	-	-	318,080	-	-	-	318,080
Share-based compensation	9	-	-	320,271	-	-	-	320,271
Net and comprehensive loss for the period		-	-	-	-	(2,033,366)	-	(2,033,366)
Balance, October 31, 2025		114,906,917	43,195,890	7,121,116	5,523	(19,512,890)	-	30,809,639

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

EMP METALS CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
For the six months ended October 31, 2025 and 2024
(Unaudited – Expressed in Canadian Dollars)

	2025	2024
	\$	\$
Operating activities:		
Net loss for the period	(2,033,366)	(2,004,967)
Items not involving cash:		
Interest expense	390,913	-
Unrealized loss on marketable securities	-	(13,585)
Loss on settlement of accounts payable	-	331,200
Unrealized foreign exchange loss	68,680	-
Share-based compensation (Note 8)	320,271	113,634
Changes in non-cash working capital:		
Receivables	121,300	(351,629)
Prepaid expenses	(55,348)	(29,580)
Accounts payable and accrued liabilities	(123,795)	(180,102)
Net cash used in operating activities	(1,311,345)	(2,135,029)
Investing activity:		
Acquisition and exploration costs on exploration and evaluation assets	(3,795)	(3,113,084)
Net cash used in investing activity	(3,795)	(3,113,084)
Financing activity:		
Issuance of common shares	-	1,280,004
Net cash provided by financing activity	-	1,280,004
Decrease in cash and cash equivalents during the period	(1,315,140)	(3,968,109)
Cash and cash equivalents – beginning of the period	2,416,347	7,755,590
Cash and cash equivalents – end of the period	1,101,207	3,787,481
Cash	514,757	2,158,077
Cash equivalents	586,450	1,629,404
Total cash and cash equivalents	1,101,207	3,787,481
Supplemental cash flow information:		
Income taxes paid	-	-
Interest paid	-	-
Interest received	22,761	-
Exploration and evaluation assets included in accounts payable and accrued liabilities	308,907	2,089,558

EMP METALS CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended October 31, 2025 and 2024

(Unaudited – Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS

EMP Metals Corp. (“the Company” or “EMP”) was incorporated under the Business Corporations Act of British Columbia on August 3, 2018. The Company is engaged in the exploration and evaluation of mineral properties. The Company’s head office is located at 204 - 252 West Esplanade, North Vancouver, BC V7M 0E9. The Company’s common shares are listed for trading on the Canadian Securities Exchange (the “Exchange”) under the trading symbol “EMPS” and are quoted on the OTCQB Venture Market under the symbol “EMPPF”.

These condensed interim consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At October 31 2025, the Company had accumulated losses of \$19,512,890 since its inception and expects to incur further losses in the development of its business. The continuation of the Company is dependent upon obtaining necessary financing to meet its ongoing operational levels of exploration and corporate overhead. There is a material uncertainty related to these conditions that may cast significant doubt upon the Company’s ability to continue as a going concern. Additional funds will be required to enable the Company to continue its operations and there can be no assurance that financing will be available on terms which are acceptable to the Company. These condensed interim consolidated financial statements do not give effect to any adjustments to the amounts and classifications of assets and liabilities which might be necessary should the Company be unable to continue as a going concern.

2. MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in conformity with International Accounting Standard (“IAS”) 34, Interim Financial Reporting, using the same accounting policies as detailed in the Company’s audited financial statements for the year ended April 30, 2025. They do not include all the information required for complete annual financial statements in accordance with IFRS Accounting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) and therefore should be read together with the audited financial statements for the year ended April 30, 2025.

b) Basis of presentation

These condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value. In addition, these condensed interim consolidated financial statements are prepared using the accrual basis of accounting, aside from cash flow information.

EMP METALS CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three and six months ended October 31, 2025 and 2024

(Unaudited – Expressed in Canadian Dollars)

c) Consolidation

These condensed interim consolidated financial statements include the financial statements of the Company and its wholly-owned and controlled subsidiary, Hub City Lithium Corp. (“HCL”), incorporated in British Columbia on April 19, 2021.

The Company’s formerly wholly-owned and controlled subsidiary, Hub City Minerals Corp. (“HCM”), was dissolved on April 15, 2025. The results of HCM to its date of dissolution are included in the condensed interim consolidated financial statements. HCM previously owned 75% of the outstanding common shares of HCL. On September 18, 2024, HCM acquired the remaining 25% of HCL (see Note 4).

Consolidation of an investee begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Intercompany balances, transactions and unrealized intercompany gains and losses are eliminated upon consolidation.

d) Critical judgments and estimates

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments and estimates with respect to future events. These judgments and estimates are based on past experience and other factors. The actual results may differ from the judgments and estimates made by management. The following paragraphs describe the most critical management judgments and estimates in the recognition and measurement of assets, liabilities and expenses, and the application of accounting policies.

Judgments:

Indicators of impairment of exploration and evaluation assets

The carrying value and recoverability of exploration and evaluation assets requires management to make certain estimates, judgments and assumptions about each project and whether a given exploration and evaluation asset has any indicators of impairment. In determining if indicators of impairment exist, management considers the legal title to properties, expectations for future exploration programs and funds available for such, intentions to abandon exploration and evaluation assets, and whether information is available to assess the overall economic viability of the exploration property, including the latest resource prices and forecasts for mineral extraction (if any).

Estimates:

Shares and warrants issued for asset acquisitions and services

Management makes estimates in determining the fair value attributed to equity instruments paid as consideration for asset acquisitions or services, based on the contracted terms. Where common shares are issued for asset acquisitions or services, management determines the grant date of the common shares and applies the closing market price of the Company’s common shares on that date. When

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warrants are issued as part of asset acquisitions or for services, management must determine the most appropriate valuation model to apply in calculating the grant date fair value of the warrants, and then make estimates of the expected volatility of the stock, the expected life of the warrants, the expected forfeiture rate and an estimated risk-free interest rate for input to the calculation. Inputs and resulting estimates differ depending on the valuation model. Further, should management's estimates as to an appropriate grant date share price or inputs be incorrect, the value of consideration for an asset acquisition or services could be materially different.

Share-based compensation

The Company uses the fair-value method of accounting for share-based compensation. Under this method, compensation cost attributable to options granted is measured at fair value, using the Black-Scholes option pricing model, at the grant date and expensed over the vesting period. In determining the fair value, the Company makes estimates of the expected volatility of the stock, the expected life of the options, the expected forfeiture rate, and an estimated risk-free interest rate.

3. RECENT ACCOUNTING PRONOUNCEMENTS

The following new standards and interpretations have been issued by the IASB, but are not yet effective and have not been applied in preparing these consolidated financial statements. The Company will adopt the amendments on their effective dates.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, Presentation and Disclosure in the Financial Statements. IFRS 18 will replace IAS 1 Presentation of Financial Statements but carries forward many of the requirements from IAS 1. The standard introduces new defined subtotals to be presented in the Company's statement of loss and comprehensive loss, disclosure of any management-defined performance measures related to the statement of loss and comprehensive loss and requirements for grouping of information. IFRS 18 is effective for annual periods beginning on or after January 1, 2027, with earlier adoption permitted, and will apply retrospectively. The Company is currently in the process of assessing the impact of IFRS 18 (and applicable amendments to other standards) on the consolidated financial statements and notes to the consolidated financial statements.

IFRS 9 and IFRS 7 Classification and Measurement of Financial Instruments

In May 2024, the IASB issued Amendments to the Classification and Measurement of Financial Instruments. The amendments clarify that a financial liability is derecognized on the settlement date and introduce an accounting policy choice to derecognize a financial liability settled using an electronic payment system before the settlement date. Other clarifications include guidance on the classification of financial assets with ESG-linked features, non-recourse loans and contractually linked instruments. The amendments are effective for annual periods beginning on or after January 1, 2026. Early adoption is permitted, with an option to early adopt only the amendments to the classification of financial assets (for contingent features). The Company is currently in the process of assessing the impact of the amendments on the consolidated financial statements and notes to the consolidated financial statements.

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NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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4. ACQUISITION OF REMAINING 25% OF HUB CITY LITHIUM

On August 1, 2024, the Company entered into a share exchange agreement (the "Share Exchange Agreement") with ROK Resources Inc. ("ROK"), whereby ROK exchanged its 25 shares of HCL in return for 17,085,000 common shares of the Company (the "ROK Transaction"). As a result of the ROK Transaction which closed on September 18, 2024, the Company now owns 100% of the issued and outstanding shares of HCL.

50% of the shares issued to ROK pursuant to the Share Exchange Agreement and the Management Agreement (as defined herein) will be restricted for a period of 24 months following closing of the ROK Transaction and the remaining 50% of the shares issued to ROK will be restricted for 36 months following closing.

The ROK Transaction has been accounted for as an equity transaction considering the Company had already obtained control over HCL prior to this transaction and the acquisition relates to the remaining 25% of HCL. The result of the ROK Transaction was the 100% ownership of HCL by the Company and accordingly derecognition of the non-controlling interest of HCL. The difference between the fair value of the shares issued and the carrying amount of the non-controlling interest of \$5,298,202 has been recognized directly in equity and attributed to the shareholders of EMP.

The following table summarizes the fair value of the total consideration paid and the derecognition of non-controlling interest:

Purchase price	\$
Fair value of 17,085,000 common shares	8,200,800
	8,200,800
Non-controlling interest	\$
Balance, April 30, 2024	2,502,471
Net and comprehensive loss up to acquisition of remaining 25%	(23,627)
Non-controlling interest contributions up to acquisition of remaining 25%	423,754
Elimination of non-controlling interest	(2,902,598)
Balance, April 30, 2025 and October 31, 2025	-

5. MARKETABLE SECURITIES

Marketable securities are classified as at FVTPL and, as a result, are measured at fair market value each reporting period with any changes in fair value recognized in profit or loss. During the year ended April 30, 2023, the Company received 779,557 common shares of Grounded Lithium Corp. ("GLC") as part of a land sale, which were recorded at an initial fair value of \$280,640. During the year ended April 30, 2025, the GLC shares were sold for proceeds of \$11,762. As a result, a loss of \$19,420 was recorded in profit or loss for the year ended April 30, 2025.

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(Unaudited – Expressed in Canadian Dollars)

6. EXPLORATION AND EVALUATION ASSETS

	Li-Brine Properties
	\$
April 30, 2024	25,057,934
Acquisition costs	356,972
Analysis	56,208
Geological consulting	1,090,126
Drilling	668,456
Environmental	24,670
Equipment rental	1,905,899
Geologists	139,576
Geochemical	103,082
Land lease payment	886,101
Line-cutting	8,390
Logging	56,055
Pilot testing	1,618,164
Piping	534,064
Miscellaneous	29,743
Freight & transportation	838,460
Travel & accommodation	27,699
Waste removal	88,982
Well servicing	1,326,359
April 30, 2025	34,816,940
Amortization	171,718
Communications	6,918
Consulting	219,049
Development	318,081
Environmental	3,707
Equipment rental	(891,709)
Geologists	128,442
Land lease payment	135,583
Permits	6,009
Pilot testing	(800,000)
Property tax	9,507
Freight & transportation	143,447
Travel & accommodation	7,531
October 31, 2025	34,275,223

On September 2, 2021, the Company acquired the Li-Brine Properties as a result of the acquisition of HCM. HCL holds these Subsurface Crown Mineral Dispositions in Saskatchewan, with the focus on potential lithium resource prospects.

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NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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(Unaudited – Expressed in Canadian Dollars)

On May 24, 2022, the Company entered into a Wellbore Takeover Agreement (the "Agreement"). Within the Agreement the Company assumes the provision for decommissioning of the well, estimated at \$70,000. The well is located in the Tyvan area of Southeast Saskatchewan which is within one-half mile of HCM's lands. Such liabilities have been paid to the government of Saskatchewan and satisfied in full.

On September 27, 2022, the Company acquired an additional wellbore in its Mansur Permit Area. The new well, 101/14-36-008-13 W2M ("Second Test Well"), is located at the Mansur Permit Area of southeast Saskatchewan and is approximately half a mile from the Company's first test well in the Mansur. The Second Test Well was acquired for no consideration and the assumption of future abandonment and reclamation costs.

The Company acquired another wellbore in its Mansur Permit Area in November 2022. The new well 141/08-03-009-13 W2M ("Third Test Well"), is located at the Mansur Permit Area of southeast Saskatchewan and is approximately half a mile from the Company's first test well in the Mansur. The Third Test Well has been acquired for no consideration and the assumption of future abandonment and reclamation costs.

ROK, which owned 25% of HCL, was responsible for 25% of exploration costs incurred up to date of acquisition of 100% interest by the Company during the year (Note 4). All payments received were recorded within equity as contributions to the equity of HCL by the non-controlling interest.

On August 16, 2024, HCL entered into a lithium study data agreement with an oil and gas producer, whereby HCL agreed to license certain lithium data for \$1,000,000. The Company was paid on delivery of the lithium study data, and as such has recorded this amount as other income in profit or loss, net of goods and services tax included in the gross proceeds.

On May 25, 2025, the Company entered into a lithium demonstration plant agreement (the "Demo Agreement") with Saltworks Technologies Inc. to develop, build and operate a lithium refining demonstration plant located in Saskatchewan, Canada. In consideration of the entry into the Demo Agreement, the Company has issued 2,500,000 common share purchase warrants exercisable at \$0.35 per share expiring on May 25, 2030. The Company may accelerate the expiry date of the warrants if the shares of the Company trade above \$0.75 per share for a period of 10 consecutive trading days. The new expiry date will be 30 days from receipt of notice of such acceleration. The fair value of the warrants was determined to be \$318,080 and estimated on the date of issue using the Black-Scholes option pricing model with the following assumptions: exercise price of \$0.35, spot price of \$0.27, dividend yield of \$nil, risk free interest rate of 2.78%, expected life of 2 years and expected volatility of 100%.

Reclamation Deposits

The Company has advanced cash reclamation and abandonment deposits of \$307,600 directly to the Government of Saskatchewan. The deposits are interest free and returnable to the Company only after the government agencies are satisfied that there is no outstanding reclamation liability associated with the wells.

EMP METALS CORP.
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
For the three and six months ended October 31, 2025 and 2024
(Unaudited – Expressed in Canadian Dollars)

7. PROPERTY AND EQUIPMENT

	Furniture and Equipment	Electrical Equipment	Building	Total
Balance, April 30, 2025	-	-	-	-
Additions	857,791	238,448	247,978	1,344,217
Balance, October 31, 2025	857,791	238,448	247,978	1,344,217
Amortization				
Balance, April 30, 2025	-	-	-	-
Additions	128,812	42,410	496	171,718
Balance, October 31, 2025	128,812	42,410	496	171,718
Balance, April 30, 2025	-	-	-	-
Balance, October 31, 2025	728,979	196,038	247,482	1,172,499

8. LOAN PAYABLE

On November 25, 2024, the Company entered into a loan agreement with Tembo Capital Holdings Guernsey Limited (“Tembo”), whereby Tembo has provided a non-revolving, unsecured loan facility of US\$3,000,000 with a maturity date of December 31, 2025 (the “Loan Facility”). Tembo has significant influence over the Company by virtue of their shareholdings of approximately 19.6%.

Under the Loan Facility, the Company was able to draw down funds in tranches of US\$1,000,000 (the “Drawdown Amounts”) initially until December 31, 2024. Interest accrues at a rate of 13.5% per annum on any portion of the Drawdown Amounts owed.

Upon entry into the loan agreement, the Company paid Tembo an arrangement fee of US\$60,000, which was satisfied by the issuance of 650,000 common share purchase warrants of the Company (the “Arrangement Fee Warrants”), with each Arrangement Fee Warrant being exercisable to acquire one common share of the Company at an exercise price of \$0.35 per share until November 25, 2026. The fair value of the Arrangement Fee Warrants was determined to be \$102,069 and estimated on the date of issue using the Black-Scholes option pricing model with the following assumptions: exercise price of \$0.35, spot price of \$0.31, dividend yield of \$nil, risk free interest rate of 3.19%, expected life of 2 years and expected volatility of 100%.

For each portion of a Drawdown Amount tranche of US\$1,000,000 that is not repaid by the Company within 15 business days of such drawdown, the Company will pay to Tembo a drawdown fee equal to US\$20,000 for each US\$1,000,000 owing.

On December 18, 2024, the Company drew down US\$2,000,000 and paid a drawdown fee of US\$40,000, which was satisfied by the issuance of 432,000 common share purchase warrants (the “Drawdown Fee Warrants”) to Tembo. Each warrant is exercisable to acquire one common share of the Company at an

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exercise price of \$0.35 per share until December 18, 2026. The fair value of these Drawdown Fee Warrants was determined to be \$94,419 and estimated on the date of issue using the Black-Scholes option pricing model with the following assumptions: exercise price of \$0.35, spot price of \$0.39, dividend yield of \$nil, risk free interest rate of 3.01%, expected life of 2 years and expected volatility of 100%. This amount is classified as a fee related to the issuance of the loan and will be amortized over a one-year period recorded in interest expenses.

In March 2025, the Company entered into an amendment (the “Amendment”) to the loan agreement, whereby the drawdown deadline was extended to March 14, 2025 (the “Amended Drawdown Deadline”) and the Company was able to draw down a final tranche of US\$1,000,000 before the Amended Drawdown Deadline.

On March 14, 2025, the Company drew down US\$1,000,000 and paid a drawdown fee of US\$20,000, which was satisfied by issuance of 216,000 Drawdown Fee Warrants to Tembo on April 7, 2025. Each warrant is exercisable to acquire one common share of the Company at an exercise price of \$0.35 per share until April 7, 2027. The fair value of these Drawdown Fee Warrants was determined to be \$27,435 and estimated on the date of issue using the Black-Scholes option pricing model with the following assumptions: exercise price of \$0.35, spot price of \$0.27, dividend yield of \$nil, risk free interest rate of 2.61%, expected life of 2 years and expected volatility of 100%. This amount is classified as a fee related to the issuance of the loan and will be amortized over a one-year period recorded in interest expenses.

The continuity of the loan payable is as follows:

	\$
Balance, April 30, 2024	-
Proceeds	4,251,690
Transaction costs	(223,923)
Interest expense	267,566
Foreign exchange gain	(113,522)
Balance, April 30, 2025	4,181,811
Interest expense	390,913
Foreign exchange gain	68,680
Balance, October 31, 2025	4,641,404

9. SHARE CAPITAL

- a) **Authorized** – Unlimited common shares without par value.
- b) **Issued and outstanding** – 114,906,917 common shares
- c) **Issuances**

On August 1, 2024, the Company issued 17,085,000 common shares to acquire the remaining 25% of HCL. The fair value of the common shares was \$8,200,800, based on the quoted price. See Note 4.

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For the three and six months ended October 31, 2025 and 2024

(Unaudited – Expressed in Canadian Dollars)

On August 1, 2024, the Company entered into a management agreement (the “Management Agreement”) with HCL and ROK, for ROK's management and facilitation of the exploration, development and operation of the Li-Brine Properties in Saskatchewan on behalf of HCL for a period of one year, in consideration for \$552,000 which was paid by issuance of 1,840,000 common shares of the Company.

On October 4, 2024, the Company closed a non-brokered private placement financing by issuing 4,266,680 common shares at a price of \$0.30 per share for proceeds of \$1,280,004.

During the year ended April 30, 2025, the Company issued 41,666 common shares pursuant to the exercise of stock options for total gross proceeds of \$12,500. \$1,256 was transferred from reserves to share capital as a result. The weighted average share price at dates the stock options were exercised was \$0.32.

d) Stock Options

On March 15, 2019, the Company adopted a stock option plan (the “Stock Option Plan”), which provides that, subject to the requirements of the Exchange, the aggregate number of securities reserved for issuance will be 10% of the number of the Company's common shares issued and outstanding at the time such options are granted. Options may be granted under the Stock Option Plan to the directors, officers, employees, management or consultants of the Company and its affiliates, if any, as the Board of Directors may from time to time designate. The Stock Option Plan provides that the number of common shares that may be reserved for issuance to any one individual upon exercise of all stock options held by such individual may not exceed 5% of the issued common shares, if the individual is a director, officer, employee or consultant, or 1% of the issued common shares, if the individual is engaged in providing investor relations services, on a yearly basis. All options granted under the Stock Option Plan will expire not later than the date that is ten years from the date that such options are granted. Options terminate earlier as follows: (i) immediately in the event of dismissal with cause; (ii) 90 days from date of termination other than for cause; or (iii) one year from the date of death or disability.

On January 3, 2025, the Company granted a total of 2,150,000 stock options to its directors, officers and consultants. The stock options have an exercise price of \$0.45 per share and expire on January 3, 2030. The stock options vested immediately.

On August 26, 2025, the Company granted an aggregate of 1,650,000 incentive stock options to certain directors, officers, employees and consultants of the Company. Each option is exercisable to acquire one common share of the Company at an exercise price of \$0.32 per share until August 26, 2030. The stock options vested immediately.

The fair value of these options on the date of grant was determined using the Black-Scholes option pricing model and the following weighted average assumptions:

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	October 31, 2025	April 30, 2025
Exercise price	\$0.32	\$0.45
Share price	\$0.24	\$0.445
Risk free interest rate	2.90%	2.82%
Expected life	5.00 years	5.00 years
Expected volatility	100%	100%
Expected forfeiture	Nil	Nil
Expected dividends	Nil	Nil

During the three and six months ended October 31, 2025, the Company recorded \$302,159 and \$320,271 (2024 - \$56,817 and \$113,634) of share-based compensation expense.

The changes in the stock options for the year ended April 30, 2025 and the six months ended October 31, 2025 are as follows:

	Number of options	Weighted average exercise price (per share)	Weighted average remaining life (years)
Balance, April 30, 2024	7,558,332	\$0.46	2.92
Granted	2,150,000	\$0.45	
Exercised	(41,666)	\$0.30	
Expired	(33,333)	\$0.30	
Balance, April 30, 2025	9,633,333	\$0.47	2.55
Granted	1,650,000	\$0.24	
Expired	(2,558,333)	\$0.44	
Balance, October 31, 2025	8,725,000	\$0.44	3.19

The balance of options outstanding as at October 31, 2025 was as follows:

Expiry date	Exercise price	Remaining Life (years)	Options Outstanding	Unvested	Vested
January 24, 2027	\$0.40	1.23	1,050,000	-	1,050,000
April 5, 2027	\$0.40	1.43	700,000	-	700,000
March 24, 2028	\$0.65	2.40	1,800,000	-	1,800,000
November 29, 2028	\$0.45	3.08	1,150,000	333,334	816,666
April 18, 2029	\$0.40	3.47	250,000	83,334	166,666
January 3, 2030	\$0.45	4.18	2,125,000	-	2,125,000
August 26, 2030	\$0.24	4.82	1,650,000	-	1,650,000
	\$0.47	2.29	8,725,000	416,668	8,308,332

e) Warrants

Details of warrant activity for the year ended April 30, 2025 and the six months ended October 31, 2025 are as follows:

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	Number of Warrants #	Weighted Average Exercise Price \$
Balance, April 30, 2024	28,259,427	0.80
Issued	1,298,000	0.35
Expired	(4,599,227)	0.87
Balance, April 30, 2025	24,958,200	0.77
Issued	2,500,000	0.35
Expired	(16,730,200)	0.60
Balance, October 31, 2025	10,728,000	1.16

The balance of warrants outstanding as at October 31, 2025 was as follows:

Expiry date	Exercise price	Remaining Life (years)	Warrants Outstanding
February 17, 2026	\$1.25	0.30	6,930,000
November 25, 2026	\$0.35	1.07	650,000
December 18, 2026	\$0.35	1.13	432,000
April 7, 2027	\$0.35	1.43	216,000
May 25, 2030	\$0.35	4.57	2,500,000
	\$1.16	1.40	10,728,000

10. RELATED PARTY TRANSACTIONS

Key management personnel are those persons responsible for planning, directing and controlling the activities of the entity, and include executives and non-executive directors. The Company incurred charges from directors and officers, or to companies controlled by these individuals during the three and six months ended October 31, 2025 and 2024 as follows:

	Three months ended		Six months ended	
	October 31,		October 31,	
	2025	2024	2025	2024
	\$	\$	\$	\$
Accounting fees	27,937	34,580	51,942	68,190
Consulting fees	135,000	115,000	270,000	190,000
Advertising & promotion	7,500	-	15,000	-
Share-based payment	92,188	44,121	106,908	87,282
	262,625	193,701	443,850	345,472

Accounts payable and accrued liabilities at October 31, 2025 includes \$42,698 (April 30, 2025 – \$36,804) due to a company controlled by the director and former CEO, the CEO, a company in which the CFO is an owner, and a consultant that is a close family member of the CEO.

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Key management of the Company includes the CEO, the CFO and the Directors. During the three and six months ended October 31, 2025, compensation paid or accrued to key management consisted of accounting fees (included in professional fees) of \$27,937 and \$51,942 (2024 – \$34,580 and \$68,190) paid or accrued to a company in which the CFO is an owner, consulting fees of \$45,000 and \$90,000 (2024 – \$45,000 and \$90,000) paid or accrued to a company controlled by the director and former CEO, consulting fees of \$90,000 and \$180,000 (2024 – \$70,000 and \$100,000) paid or accrued to the CEO, and investor relations expense of \$7,500 and \$15,000 (2024 – \$nil and \$nil) paid or accrued to a consultant that is a close family member of the CEO.

11. COMMITMENTS

On February 15, 2022, the Company entered into a consulting agreement for investor relations and marketing services at a rate of \$30,000 per month (\$360,000 per year) for a term of 2 years. If the Company adopted a restricted share unit plan, the Company at its discretion may grant up to 200,000 restricted share units to the consultant. On January 1, 2024, the consulting agreement for investor relations and marketing services was extended for an additional 3 years, such that the agreement shall now expire on January 15, 2027.

On April 1, 2022, the Company entered into two consulting agreements for public company finance and administration support at a rate of \$10,000 per month each (\$120,000 per year) for a term of 5 years. On a change of control of the Company, a payment of 24 months (\$240,000) to each consultant is required. During the year, one of the consultants was appointed CEO and on October 1, 2024, his consulting agreement was further amended so that the rate was changed to \$30,000 per month (\$360,000 per year) effective October 1, 2024.

On April 1, 2022, the Company entered into a consulting agreement with the former CEO at a rate of \$10,000 per month (\$120,000 per year) for a term of 5 years. On a change of control of the Company, a payment of 24 months (\$240,000) to the former CEO is required. On November 15, 2023, the consulting agreement with the former CEO was amended so that the rate was changed to \$15,000 per month (\$180,000 per year) effective November 1, 2023. During the year the consultant stepped down as CEO of the Company but has remained as a director of the Company.

On November 1, 2022, the Company entered into a consulting agreement for public company finance and administration support at a rate of \$10,000 per month (\$120,000 per year) for a term of 5 years. On a change of control of the Company, a payment to the consultant of 24 months (\$240,000) is required.

On August 1, 2024, the Company entered into the Management Agreement with HCL and ROK, for ROK's management and facilitation of the exploration, development and operation of the Li-Brine Properties in Saskatchewan on behalf of HCL for a period of one year, in consideration for \$552,000 which was paid by the issuance of 1,840,000 common shares of the Company. On August 15, 2025, the Management Agreement has been amended such that the consideration is amended to \$20,000 per month for the services.

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12. SUBSEQUENT EVENTS

On November 12, 2025, the Company closed a non-brokered private placement financing by issuing 5,250,000 units at \$0.40 per unit for gross proceeds of \$2,100,000. Each unit consists of one common share and one share purchase warrant, with each warrant entitling the holder to purchase one additional share at a price of \$0.60 per share until November 12, 2027. In connection with the private placement, the Company paid finders a cash fee totaling \$119,400 and issued a total of 298,500 warrants (the "Finder's Warrants"). Each Finder's Warrant is exercisable at \$0.60 per share until November 12, 2027.

On November 26, 2025, the Company granted 100,000 stock options to a consultant of the Company. The stock options have an exercise price of \$0.45 per share and expire on November 26, 2030. The stock options vest as to 25% every 3 months from the date of grant.

On December 23, 2025, the Company amended the Loan Facility with Tembo by entering into a convertible loan agreement (the "Convertible Loan Agreement"), whereby the maturity date of the Loan Facility has been extended from December 31, 2025 to June 30, 2027, unless further extended by the parties.

Under the terms of the Convertible Loan Agreement, Tembo will have the right to convert any or all of the Loan Facility plus accrued interest into common shares of the Company (the "Conversion Shares") at a conversion price of \$0.425 per Conversion Share. The Loan Facility will bear interest at 13.5% per annum on any portion of the principal owed by the Company for the duration the Loan Facility remains outstanding.

The Company has also agreed to pay Tembo an arrangement fee of US\$150,000, which will be satisfied by the issuance of 485,294 common share purchase warrants of the Company (the "Arrangement Fee Warrants"), with each Arrangement Fee Warrant being exercisable to acquire one common share of the Company at an exercise price of \$0.425 per share until two years from the date of issuance.