LQWD TECHNOLOGIES CORP.

(formerly LQwD FinTech Corp.)

Consolidated Financial Statements

For the years ended February 28, 2025
and
February 29, 2024

Audited

(Expressed in Canadian dollars except as otherwise stated)

KRP KINGSTON ROSS PASNAK LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

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June 11, 2025
Edmonton, Alberta

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of LQWD Technologies Corp.

Opinion

We have audited the consolidated financial statements of LQWD Technologies Corp. (formerly LQwD FinTech Corp.) and its subsidiaries (the Company), which comprise the consolidated statements of financial position as at February 28, 2025 and February 29, 2024, and the consolidated statements of comprehensive income (loss), changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at February 28, 2025 and February 29, 2024 and the consolidated financial performance and consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period. These matters were addressed in the context of the audit of the consolidated financial statements as a whole, and in forming the auditor's opinion thereon, and we do not provide a separate opinion on these matters. For the matters below, our description of how our audit addressed the matters are provided in that context.

Existence, ownership and valuation of digital currencies

We refer to financial statement summary of significant accounting policies on digital currencies in Note 3 and related disclosure in Note 8.

At February 28, 2025, the Company held digital currencies in the amount of $19,800,292.

We considered this a key audit matter due to the magnitude of the digital currencies and the audit effort involved in testing the existence, ownership and valuation of digital currencies.

Our procedures included, but were not limited to, the following:

- Evaluated the design and tested the operating effectiveness of certain service organization controls over digital currencies performed at the external custodian.

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- Assessed the Service Organization Controls Report (the "SOC Report") of the third-party custodian attesting to the appropriateness and effectiveness of the internal control systems established by the custodian and to assess the design and operating effectiveness of the Company's complementary user entity controls and sub-service organization controls relevant to the Company.
- Tested the reconciliation of opening to closing digital currency balances, including independently verifying all wallet movements to records on the public blockchain.
- Recalculated the fair value of the digital currency held using market pricing data.
- Observed the performance of the transfer of a balance of bitcoin from the Company's wallet to a different wallet to test the control, rights and ownership of the digital assets.

We assessed the adequacy of the Company's presentation and disclosures related to digital currencies.

Other Information

Management is responsible for the other information. The other information comprises the information, other than the consolidated financial statements and our auditor's report thereon, which includes Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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Independent Auditor's Report to the Shareholders of LQWD Technologies Corp.
(continued)

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Justin Rousseau.

Kingston Ross Pasnak LLP

Kingston Ross Pasnak LLP
Chartered Professional Accountants

LQWD TECHNOLOGIES CORP. (formerly LQWD FINTECH CORP.)
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars except as otherwise stated)

For the years ended	February 28, 2025	February 29, 2024
Assets		
Current:		
Cash and cash equivalents	$ 1,571,705	$ 1,353,065
Digital currencies (Note 8)	19,800,292	9,612,743
Prepaid expenses	105,993	16,367
	21,477,990	10,982,175
Non-Current:		
Intangible assets (Note 5 and 12)	-	606,827
Property and equipment (Note 6)	2,955	503
Restricted cash	61,330	61,330
	$ 21,542,275	$ 11,650,835
Liabilities and Equity		
Current:		
Accounts payable and accrued liabilities	$ 181,897	$ 248,016
	181,897	248,016
Shareholders' equity		
Capital stock (Note 7)	63,928,852	57,683,004
Contributed surplus (Note 7(g))	9,554,393	8,842,882
Accumulated other comprehensive income	7,511,581	2,747,746
Deficit	(59,634,448)	(57,870,813)
	21,360,378	11,402,819
	$ 21,542,275	$ 11,650,835

Nature of operations and going concern (Note 1)
Subsequent events (15)
See accompanying notes.

These consolidated financial statements are authorized for issue by the Board of Directors on June 11, 2025.

"Giuseppe (Pino) Perone"
…………………………………………………Director
Giuseppe (Pino) Perone

"Ashley Garnot"
…………………………………………………Director
Ashley Garnot

LQWD TECHNOLOGIES CORP. **(formerly LQWD FINTECH CORP.)**
Consolidated Statements of Comprehensive Income (Loss)
(Expressed in Canadian Dollars except as otherwise stated)

For the years ended	**February 28, 2025**	**February 29, 2024**
Revenue	$ 5,553	$ 506
Expenses		
Amortization of intangible assets	174,263	1,023,762
Amortization of property and equipment	1,803	1,997
Audit and accounting	156,909	130,836
Bank charges	3,014	2,568
Consulting fees	263,708	69,108
Legal	26,024	24,152
Marketing	237,885	165,507
Office and administration	78,667	50,010
Office rent	14,074	12,000
Research and development	332,026	208,136
Salaries and benefits (Note 9)	214,620	200,492
Share-based compensation (Notes 7(d) and 9)	436,147	134,645
Shareholder relations	14,878	14,595
Transfer and filing fees	138,123	71,091
Travel and entertainment	43,622	27,114
	(2,135,763)	(2,136,013)
Other items		
Foreign exchange	55,914	(3,158)
Intangible asset impairment (Note 12)	(432,564)	(2,987,286)
Interest and accretion income	3,225	3,112
Gain on revaluation of digital currencies (Note 8)	-	3,160,795
Gain on sale of digital currencies (Note 8)	-	77,182
Derecognition of sales tax receivable	-	(136,852)
	(373,425)	113,793
Net loss for the year	(2,503,635)	(2,021,714)
Other comprehensive income		
Change in revaluation reserve (Note 8)	4,763,835	2,747,746
Comprehensive income for the year	$ 2,260,200	$ 726,032
Basic and diluted net loss per share for the year	$ (0.16)	$ (0.18)
Weighted average number of common shares outstanding	15,517,152	11,332,265

See accompanying notes.

LQWD TECHNOLOGIES CORP. (formerly LQWD FINTECH CORP.)
Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars except as otherwise stated)

For the years ended	February 28, 2025	February 29, 2024
Operating activities		
Net loss for the year	$ (2,503,635)	$ (2,021,714)
Items not involving cash:		
Amortization of intangible assets (Note 5)	174,263	1,023,762
Amortization of property and equipment (Note 6)	1,803	1,997
Intangible asset impairment (Note 12)	432,564	2,987,286
Interest and accretion	-	(190)
Gain on revaluation of digital currencies (Note 8)	-	(3,149,146)
Gain on sale of digital currencies (Note 8)	-	(77,182)
Share-based compensation (Notes 7(d) and 9)	436,147	134,645
	(1,458,858)	(1,100,542)
Changes in non-cash working capital:		
Amounts receivable	-	42,633
Prepaid expenses	(89,626)	1,021
Accounts payable and accrued liabilities	(53,419)	31,422
	(143,045)	75,076
Cash used in operating activities	(1,601,903)	(1,025,466)
Financing activities		
Private placement proceeds (Note 7(a))	6,740,000	1,832,000
Share issued costs	(194,038)	(2,275)
Warrants exercised (Note 7 (e))	715,250	-
Cash provided by financing activities	7,261,212	1,829,725
Investing activities		
Purchase of digital currencies (Note 8)	(5,436,414)	-
Purchase of property and equipment (Note 6)	(4,255)	-
Cash provided by investing activities	(5,440,669)	-
Net inflow of cash and cash equivalents	218,640	804,259
Cash and cash equivalents, beginning of year	1,353,065	548,806
Cash and cash equivalents, end of year	$ 1,571,705	$ 1,353,065
Supplementary disclosures:		
Interest received	$ 3,225	$ 2,922
Cash	$ 1,571,705	$ 1,334,588
Short-term deposits	-	18,477
	$ 1,571,705	$ 1,353,065

See accompanying notes.

LQWD TECHNOLOGIES CORP. **(formerly LQWD FINTECH CORP.)**
Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars except as otherwise stated)

	Common Shares					
	Number	**Amount**	**Contributed Surplus**	**Deficit**	**Other Comprehensive Income (Note 8)**	**Total**
Balance, February 28, 2023	9,777,430	$ 55,853,279	$ 8,708,237	$ (55,849,099)	$ -	$ 8,712,417
Net loss for year	-	-	-	(2,021,714)	-	(2,021,714)
Private placement (Note7(b))	3,450,596	1,832,000	-	-	-	1,832,000
Revaluation of digital currency	-	-	-	-	2,747,746	2,747,746
Share issued costs	-	(2,275)	-	-	-	(2,275)
Share-based payments (Notes 7(d) and 9)	-	-	134,645	-	-	134,645
Balance, February 29, 2024	13,228,026	$ 57,683,004	$ 8,842,882	$ (57,870,813)	$ 2,747,746	$ 11,402,819
Cancelled shares (Note7(b))	(208,000)	(740,000)	-	740,000	-	-
Net loss for year	-	-	-	(2,503,635)	-	(2,503,635)
Private placement (Note7(b))	7,507,692	6,580,000	160,000	-	-	6,740,000
Revaluation of digital currency	-	-	-	-	4,763,835	4,763,835
Share issued costs	-	(309,402)	115,364	-	-	(194,038)
Share-based payments (Notes 7(d) and 9)	-	-	436,147	-	-	436,147
Warrants exercised (Note7(b))	915,000	715,250	-	-	-	715,250
Balance, February 28, 2025	21,442,718	$ 63,928,852	$ 9,554,393	$ (59,634,448)	$ 7,511,581	$ 21,360,378

See accompanying notes.

1. NATURE OF OPERATIONS AND GOING CONCERN

LQWD Technologies Corp. (formerly LQwD FinTech Corp.) (the "Company" or "LQWD") is incorporated under the *Business Corporations Act* (British Columbia). LQwD is a technology company that is focused on developing various web-based platforms, solutions and applications. The Company's common shares trade on the TSX Venture Exchange under the symbol "LQWD" and on the OTCQB market under the symbol "LQWDF". The Company is located at 1710 – 1050 W. Pender Street Vancouver, BC, V6E 3S7.

On July 28, 2023, the Company changed its name from "LQwD Fintech Corp." to "LQWD Technologies Corp."

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. Management has evaluated the Company's ability to continue as a going concern for a period of one year from the date the financial statements and has concluded that there are no conditions or events that raise significant doubt about the Company's ability to continue as a going concern within that period. Accordingly, the consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. On February 28, 2025, the Company had working capital of $21,296,093 (February 29, 2024: $10,734,159). On February 28, 2025, the Company also had an accumulated deficit of $59,634,448 (February 29, 2024: $57,870,813).

2. BASIS OF PRESENTATION AND CONSOLIDATION

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with and comply with IFRS as issued by the International Accounting Standards Board and its interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These consolidated financial statements have been prepared on a historical cost basis and have been prepared using the accrual basis of accounting, except for cash flow information. The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of the policies and reported amounts of assets and liabilities, revenue and expenses. Actual results may differ from these estimates. The accounting policies set out below have been applied consistently by the Company and its subsidiaries.

(b) Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value, as explained in the accounting policies set out in Note 3.

(c) Functional and Presentation Currency

These consolidated financial statements are presented in Canadian dollars. Canadian dollar is the functional currency of all the Company's subsidiaries with the exception of Coronado Resources USA LLC, whose functional currency is US dollar.

Foreign currency transactions are recorded at the exchange rate as at the date of the transaction. At each consolidated statement of financial position date, monetary assets and liabilities are translated using the period end foreign exchange rate. Non-monetary assets and liabilities in foreign currencies other than the functional currency are translated using the historical rate. All gains and losses on translation of these foreign currency transactions are included in profit and loss.

Assets and liabilities of a subsidiary having a functional currency other than the Canadian dollar are translated at the rate of exchange prevailing at the reporting date, and revenues and expenses at average rates during the period. Gains or losses on translation are presented as a translation adjustment under other comprehensive income or loss, a component of equity.

(Expressed in Canadian Dollars except as otherwise stated)

2. BASIS OF PRESENTATION AND CONSOLIDATION *(Continued)*

(d) Basis of consolidation

The consolidated financial statements for the year ended February 28, 2025, include the accounts of the Company and its wholly-owned integrated subsidiaries over which the company has control as defined in IFRS 10, all of which have a February 28 year end. Entities over which the Company has control are presented on a consolidated basis from the date control commences. Control, as defined in IFRS 10 for purposes of determining the consolidated basis of financial statement presentation, exists when the Company is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power and rights in respect of the entity. All of the consolidated entities were under control, as defined in IFRS 10 for purposes of determining the consolidated basis of financial statement presentation, during the entirety of the periods for which their respective results of operations were included in the consolidated statements. All intercompany balances and transactions are eliminated on consolidation.

The Company's subsidiaries are:

Name of Subsidiary	Place of Incorporation	Proportion of Ownership Interest	Principal Activity
Coronado Resources USA LLC	USA	100%	Holding Company
LQwD Financial Corp.	Canada	100%	Technology
Skyrun Technology Corp.	Canada	100%	Technology
0980862 B.C. Ltd.	Canada	100%	Holding Company
0997680 B.C. Ltd.	Canada	100%	Holding Company
0997684 B.C. Ltd.	Canada	100%	Holding Company

3. MATERIAL ACCOUNTING POLICIES

The Company discloses accounting policies only where those policies are necessary for users to understand the financial statements, in accordance with IAS 1.

(a) Cash and cash equivalents and restricted cash

Cash and cash equivalents and restricted cash are comprised of cash on hand, deposits in banks and highly liquid investments having original terms to maturity of 90 days or less when acquired. Restricted cash is held in security for the Company's credit cards.

(b) Share capital

The Company records proceeds from share issuances net of issue costs and any tax effects. Common shares issued for consideration other than cash are valued based on their market value at the date the agreement to issue shares was concluded.

3. BASIS OF PRESENTATION AND CONSOLIDATION *(Continued)*

(c) Critical accounting judgments, estimates and assumptions

The preparation of the Company's consolidated financial statements is in conformity with IFRS, which requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Material areas requiring the use of management judgements, estimates and assumptions include:

- The determination of the useful life of the intangible assets.
- The assessment of whether certain factors (both internal and external) would be considered an indicator of impairment and whether impairment testing is required on the intangible assets.
- The determination that the Company will continue as a going concern for the next year.
- Digital currencies meet the definition of intangible assets in accordance with IAS 38 Intangible Assets, as they are identifiable, lack physical substance, are controlled by the holder and give rise to future economic benefits for the holder. Intangible assets should be accounted for under IAS 38, except when they are within the scope of another standard (e.g., crypto-assets that meet the definition of a financial asset under IAS 32 or crypto-assets held for sale in the ordinary course of business under IAS 2).
Digital currencies consist of cryptocurrency denominated assets and are included in current assets. Digital currencies are carried at their fair value determined by the spot rate less costs to sell. The digital currency market is still a new market and is highly volatile; historical prices are not necessarily indicative of future value; a material change in the market prices for digital currencies would have a material impact on the Company's earnings and financial position. Fair value is determined by taking the price of the digital currencies from CoinMarketCap.com.
- The Company is subject to income tax assessment in Canada. Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken in the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities based on the Company's current understanding of tax laws as applied to the Company's circumstances. Where the final outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made. The Company computes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense only become final upon filing and acceptance of the tax return by the relevant authorities, which occur subsequent to the issuance of these consolidated financial statements. Additionally, estimating income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the ability to use the underlying future tax deductions against future taxable income before such deductions expire. The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, earnings would be affected in a subsequent period.
- The Company estimates the cost of equity-settled share-based compensation using the Black-Scholes option pricing model. The model takes into account an estimate of the expected life of the option, the current price of the underlying common share, the expected volatility, an estimate of future dividends on the underlying common share, the risk-free rate of return expected for an equity instrument with a term equal to the expected life of the option, and the expected forfeiture rate.

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(c) Critical accounting judgments, estimates and assumptions *(Continued)*

- The Company recognizes revenue on the completion of transaction using the company's infrastructure or for services provided. As consideration for these services, the Company receives digital currencies from the client. Revenue is recognized when the Company receives the fee for a forwarding transaction. For hosting and other services contracts, the Company has determined that the substance of the service contracts is provision of services under IFRS 15 Revenue from Contracts with Customers. Revenue is recognized only when the amount of the contract and separate performance obligations are identified, the transaction can be measured reliably, the transaction price can be allocated to the performance obligations, and the performance obligations is satisfied. Accordingly, the Company has determined that revenue should be recognized as the provision of services under the contract is completed. Determination of separate elements under the terms of the contract and completion of performance obligation may be subject to significant judgment exercised by management.
- The functional currency of the Company and its subsidiaries has been assessed by management based on consideration of the currency and economic factors that mainly influence the Company's digital currencies, operating costs, financing and related transactions. Specifically, the Company considers the currencies in which digital currencies are most commonly denominated and expenses are settled by each entity as well as the currency in which each entity receives or raises financing. Changes to these factors may have an impact on the judgment applied in the determination of the Company's functional currency. The application of the Company's accounting policies requires management to use estimates and judgments that can have a material effect on the revenues, expenses, comprehensive income, assets and liabilities recognized and disclosures made in the consolidated financial statements.
- Management determines the estimated useful lives and residual values of property and equipment for calculating depreciation. This estimate is determined after considering expected usage of the assets or physical wear and tear. Management reviews the useful lives and residual value annually and future depreciation charges are adjusted where management believes the useful lives differ from previous estimates.

(d) Intangible assets

Intangible assets consist of the Lightning Network and the Lightning Platform.

Intangible assets acquired separately are initially recognized at cost. The amount initially recognized for internally-generated intangible assets is the sum of the expenditures incurred from the date that the Company can demonstrate all of the following: i) the technical feasibility of completing the intangible assets so that it will be available for use or sale; ii) its intention to complete the intangible asset and use or sell it; iii) its ability to use or sell the intangible asset; iv) how the intangible asset will generate probable future economic benefits; v) the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and vi) its ability to measure reliably the expenditure attributable to the intangible asset during its development. Until these criteria are met, expenditures are expensed as incurred. Costs incurred during the operating stage of the platform relating to upgrades and enhancements are capitalized to the extent that they result in the extended life of the product.

Intangible assets are measured at cost less accumulated amortization and accumulated impairment losses, if any.

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(d) Intangible assets *(Continued)*

The accounting for an intangible asset is based on its useful life. Intangible assets with a finite useful life are amortized over their estimated useful life. Intangible assets with an indefinite useful life are not amortized. Intangible assets under development which are not ready for use are not amortized. The amortization method, estimated useful life, carrying value and residual value are reviewed each financial year-end or more frequently if required, and are adjusted as appropriate. The Lightning Platform and Lightning Network were assessed as having a useful life of, five and seven years respectively based on management's estimate.

(e) Property and equipment

Property and equipment are recorded at cost less accumulated depreciation and impairment. Cost includes all expenditures incurred to bring assets to the location and condition necessary for them to be operated in the manner intended by management.

Computer equipment are amortized on a declining balance at a rate of 30 percent.

(f) Digital currencies

Digital currencies (Note 8) meet the definition of intangible assets in accordance with IAS 38 Intangible Assets as they are identifiable non-monetary assets without physical substance. They are initially recorded at the fair value of the acquisition date and the revaluation method is used to measure the digital assets subsequently. Under the revaluation method, increases in fair value are recorded in other comprehensive income, while decreases are recorded in the consolidated statement of comprehensive income (loss).

The Company revalues its digital assets at the end of each of its three interim financial reporting periods and at its annual financial reporting period end date. There is no recycling of gains from other comprehensive income to profit or loss. However, to the extent that an increase in fair value reverses a previous decrease in fair value that has been recorded in the consolidated statement of comprehensive income (loss), that increase is recorded in profit or loss. Decreases in fair value that reverse gains previously recorded in other comprehensive income are recorded in other comprehensive income.

Digital currencies consist solely of Bitcoin and are measured at fair value using the quoted price on CoinMarketCap.com. Management considers this fair value to be a level two input under the IFRS 13 Fair Value Measurement fair value hierarchy as the price on this source represents an average of quoted prices on multiple digital currency exchanges. The Company's determination to classify its holding of Bitcoin as current assets is based on management's assessment that its Bitcoin held can be considered a commodity that may be readily sold because liquid markets are available. The Company holds the majority of its Bitcoin in Bitgo and the balance is held in channels on the Lightning Network.

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(g) Revenue recognition

Revenue arises from the Company's operation of Bitcoin Lightning-Network infrastructure and is recognized in accordance with IFRS 15 Revenue from Contracts with Customers using the five-step model:

- Performance obligations: (i) Routing services – forwarding satoshi payments through Company-controlled Lightning channels; the obligation is satisfied at the instant each forwarding transaction irrevocably settles on-network (typically < 1 second). (ii) Node-hosting services – provision of dedicated cloud instances to customers under month-to-month agreements; the obligation is satisfied evenly over the service period.
- Transaction price & measurement: Consideration is received in Bitcoin (BTC). Revenue is measured at the Canadian-dollar equivalent of the average mid-market BTC price at the moment the performance obligation is satisfied.
- Principal vs. agent: The Company acts as an agent, not a principal, with respect to routing liquidity supplied by counterparties; accordingly, Lightning routing revenue is presented net of liquidity passed through.
- Contract assets & liabilities: No significant financing component exists in routing transactions. Deferred revenue arises only from pre-billed hosting fees.

(h) Share-based compensation

The Company's stock option plan allows employees and consultants to acquire shares of the Company and certain employees and consultants are eligible to participate in a warrant program. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. The fair value of the share-based payment is measured using the Black-Scholes option pricing model. The fair value of the share-based payment is recognized as an expense or capitalized to share capital with a corresponding increase in contributed surplus. Consideration received on the exercise of stock options or warrants is recorded as share capital and the related reserves amount is transferred to share capital.

(i) Impairment

At each financial position reporting date, the carrying amounts of the Company's assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is established to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the consolidated statement of comprehensive income (loss).

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(i) **Impairment** *(Continued)*

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit ("CGU") to which the asset belongs. Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in the consolidated statement of comprehensive income (loss).

(j) **Income taxes**

Income tax on the profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in the consolidated statement of comprehensive income (loss) except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at years end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a future tax asset will be recovered, it provides a valuation allowance against the excess.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to the offset of current tax assets against current tax liabilities, they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(k) **Financial instruments**

Recognition and initial measurement

Financial assets and financial liabilities, including derivatives, are recognized in the Statement of Financial Position when the Company becomes a party to the contractual provisions of a financial instrument or non-financial derivative contract. All financial instruments are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities, other than financial assets and financial liabilities classified as fair value through profit or loss ("FVTPL"), are added to or deducted from the fair value on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities classified as FVTPL are recognized immediately in the consolidated statement of comprehensive income (loss).

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(k) Financial instruments *(Continued)*

Classification and subsequent measurement

The Company classifies financial assets, at the time of initial recognition, according to the Company's business model for managing the financial assets and the contractual terms of the cash flows. Financial assets are classified in the following measurement categories:

a) amortized cost
b) fair value through profit or loss, and
c) fair value through other comprehensive income ("FVTOCI").

Financial assets are subsequently measured at amortized cost if both the following conditions are met and they are not designated as FVTPL:

a. the financial asset is held within a business model whose objective is to hold financial assets to collect contractual cash flows; and
b. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost using the effective interest method, less any impairment, with gains and losses recognized in net income in the period that the asset is derecognized or impaired. All financial assets not classified as amortized cost as described above are measured at FVTPL or FVTOCI depending on the business model and cash flow characteristics. The Company has no financial assets measured at FVTOCI.

Financial liabilities are subsequently measured at amortized cost using the effective interest method with gains and losses recognized in net income in the period that the liability is derecognized, except for financial liabilities classified as FVTPL.

Asset / Liability	**Classification / Measurement**
Cash and cash equivalents	Amortized cost
Restricted cash	Amortized cost
Accounts payables and accrued liabilities	Amortized cost

Derecognition

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are recognized in the statements of comprehensive loss.

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statements of comprehensive income (loss).

3. MATERIAL ACCOUNTING POLICIES *(Continued)*

(l) Loss Per Share

Basic loss per share is computed by dividing the net loss for the year by the weighted average number of shares outstanding. Diluted loss per share is calculated in a similar manner, except that the weighted average number of shares outstanding is increased to include potentially issuable shares from the assumed exercise of share purchase options and warrants, if dilutive. The diluted loss per share calculation excludes any potential conversion of options, warrants, and convertible debt that would increase earnings per share or decrease loss per share.

(m) Other Comprehensive Income or Loss

Other comprehensive income or loss is the change in equity from transactions and other events and circumstances from non-shareholder sources. Other comprehensive income or loss refers to items recognized in comprehensive income or loss, but that are excluded from net income or loss calculated in accordance with IFRS. The resulting changes from the revaluation of digital currencies are recognized in other comprehensive income or loss for the year.

4. FUTURE ACCOUNTING STANDARDS

Standards, Amendments and Interpretations Issued but not yet Adopted

The following new standards, amendments and interpretations have been issued but are not effective for the fiscal year ending February 28, 2025, and, accordingly, have not been applied in preparing these consolidated financial statements.

Amendment to IAS 21 The Effects of Changes in Foreign Exchange Rates

The amendments to IAS 21 clarify when a currency is exchangeable and how to determine the exchange rate when it is not. The amendment requires the disclosure of additional information when a currency is not considered exchangeable. The amendments are applied prospectively for annual periods beginning on or after January 1, 2025. Early adoption is permitted. No significant impact to the Company’s financial statements is expected.

CSDS1 General Requirements for Disclosure of Sustainability-related Financial Information

CSDS1 includes requirements for sustainability-related financial disclosures with the objective to require an entity to disclose information about its sustainability-related risks and opportunities that is useful to primary users of general purpose financial reports in making decisions relating to providing resources to the entity. The amendments are applied prospectively for annual periods beginning on or after January 1, 2025. The Company is analysing the potential impact to the financial statements.

CSDS2 Climate-related Disclosures

CSDS2 sets out the requirements for identifying, measuring and disclosing information about climate-related risks and opportunities that is useful to primary users of general purpose financial reports in making decisions relating to providing resources to the entity. The amendments are applied prospectively for annual periods beginning on or after January 1,2025. The Company is analysing the potential impact to the financial statements.

(Expressed in Canadian Dollars except as otherwise stated)

4. FUTURE ACCOUNTING STANDARDS *(Continued)*

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18, which replaces IAS 1, sets out the requirements for all entities applying IFRS for the presentation and disclosure of information in financial statements. IFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Entities are required to classify income and expenses into categories: operating, investing, financing, income taxes and discontinued operations. It requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. In addition, narrow-scope amendments have been made to IAS 7 Statement of Cash Flows, which include changing the starting point for determining cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and removing the optionality around classification of cash flows from dividends and interest. There are consequential amendments to several other standards. The amendments are applied prospectively for annual periods beginning on or after January 1, 2027. The Company is analysing the potential impact to the financial statements.

5. INTANGIBLE ASSETS

	Lightning Network	Lightning Platform	Coincurve	Total
Cost				
At February 28, 2023	$ 5,696,000	$ 220,000	$ 804,601	$ 6,720,601
Additions	-	-	-	-
At February 29, 2024	5,696,000	220,000	804,601	6,720,601
Additions	-	-	-	-
At February 28, 2025	$ 5,696,000	$ 220,000	$ 804,601	$ 6,720,601
Accumulated amortization and impairment				
At February 28, 2023	$ (1,424,000)	$ (77,000)	$ (601,726)	$ (2,102,726)
Depreciation	(813,714)	(44,000)	(166,048)	(1,023,762)
Impairment (Note 12)	(2,904,150)	(83,136)	-	(2,987,286)
At February 29, 2024	(5,141,864)	$ (204,136)	$ (767,774)	$ (6,113,774)
Depreciation	(130,385)	(7,051)	(36,827)	(174,263)
Impairment (Note 12)	(423,751)	(8,813)	-	(432,564)
At February 28, 2025	$ (5,696,000)	$ (220,000)	$ (804,601)	$ (6,720,601)
Net book value				
February 29, 2024	$ 554,136	$ 15,864	$ 36,827	$ 606,827
February 28, 2025	**$ -**	**$ -**	**$ -**	**$ -**

(Expressed in Canadian Dollars except as otherwise stated)

6. PROPERTY AND EQUIPMENT

	Computer Equipment	Total
Cost		
At February 28, 2023	$ 7,160	$ 7,160
Additions	-	-
At February 29, 2024	7,160	7,160
Additions	4,255	4,255
At February 28, 2025	$ 11,415	$ 11,415
Accumulated amortization		
At February 28, 2023	$ (4,660)	$ (4,660)
Amortization	(1,997)	(1,997)
At February 29, 2024	(6,657)	(6,657)
Amortization	(1,803)	(1,803)
At February 28, 2025	$ (8,460)	$ (8,460)
Net book value		
February 29, 2024	$ 503	$ 503
February 28, 2025	**$ 2,955**	**$ 2,955**

7. CAPITAL STOCK

(a) Authorized

Unlimited number of common shares without par value.

(b) Issued and outstanding

During the year ended February 28, 2025:

No stock options were exercised.

Between December 5, 2024, and February 20, 2025, 560,000 warrants, redeemable for $0.85, and 250,000 warrants, redeemable for $0.60, were exercised for gross proceeds of $626,000.

On December 23, 2024, the Company closed its non-brokered private placement, issuing 2,000,000 units at a price of $1.50 per unit for gross proceeds of $3,000,000. Each unit consists of one common share of the Company and one-half of one common share purchase warrant. The value allocated to the warrant is $nil. Each full warrant is exercisable into one common share at an exercise price of $2.00 per share at any time up to 18 months following the closing date of the private placement.

In November 2024, 105,000 warrants, redeemable for $0.85 per share, were exercised for gross proceeds of $89,250.

On November 7, 2024, the Company closed the second tranche of a non-brokered private placement, issuing 2,307,692 units at a price of $0.65 per unit for gross proceeds of $1,500,000. Each unit consists of one common share of the Company and one-half of one common share purchase warrant. The value allocated to the warrant is $nil. Each full warrant is exercisable into one common share at an exercise price of $0.90 per share at any time up to 18 months following the closing date of the private placement. In connection with the second tranche of the private placement, the Company issued to the finder $27,875 in cash and 30,972 share purchase warrants.

7. CAPITAL STOCK *(Continued)*

(b) Issued and outstanding *(Continued)*

On October 9, 2024, the Company closed the first tranche of a non-brokered private placement, issuing 3,200,000 units at a price of $0.70 per unit for gross proceeds of $2,240,000. Each unit consists of one common share of the Company and one common share purchase warrant. The value allocated to the warrant is $160,000. Each warrant will entitle the holder to purchase one common share for a period of 5 years following the closing date with exercise prices as follows: 1/5th of the warrants will have an exercise price of $1.00 per share; 1/5th of the warrants will have an exercise price of $1.25 per share; 1/5th of the warrants will have an exercise price of $1.50 per share; 1/5th of the warrants will have an exercise price of $1.75 per share; and the remaining 1/5th of the warrants will have an exercise price of $2.00 per share. In connection with the first tranche of the private placement, the Company issued to the finder $112,000 in cash and 160,000 share purchase warrants.

On June 6, 2024, the Company cancelled 208,000 common shares held by a service provider. This cancellation was part of a settlement agreement dated November 29, 2023. Previously, on March 3, 2022, the Company had terminated its service agreement with the provider and requested repayment of $740,000, which had been advanced for services that were not rendered. In accordance with the settlement agreement, the parties agreed that instead of returning the consideration paid, the service provider would relinquish 208,000 common shares, which had been issued for the same value. As a result, the shares were cancelled, effectively settling the outstanding amount.

During the year ended February 29, 2024:

On January 22, 2024, the Company closed a non-brokered private placement of 1,625,000 units of the Company at a price of $0.40 per unit for aggregate gross proceeds of $650,000. Each unit consists of one common share of the Company and one warrant exercisable into one common share at a price of $0.60 per share at any time up to 24 months following the closing date of the private placement. The Company used the residual value method for the pricing of shares and warrants; the warrants were assigned no value.

On June 8, 2023, LQWD closed a non-brokered private placement financing of $882,000, upsized from $750,000. Under the private placement, LQWD issued 1,356,846 units of the Company at a price of $0.65 per unit. Each unit is comprised of one common share of the Company and one common share purchase warrant, with each warrant being exercisable for one common share at a price of $0.85 per common share at any time up to 24 months following the closing date of the private placement with each warrant being subject to acceleration in certain circumstances. The Company used the residual value method for the pricing of shares and warrants; the warrants were assigned no value.

On April 26, 2023, the Company announced it closed a non-brokered private placement financing of $300,000. Under the private placement, LQWD issued 468,750 units of the Company at a price of $0.64 per unit. Each unit is comprised of 1 common share of the Company and 1 common share purchase warrant, with each warrant being exercisable for 1 common share at an exercise price of $0.85 per common share at any time up to 36 months following the closing date of the private placement. The Company used the residual value method for the pricing; the warrants were assigned no value.

(Expressed in Canadian Dollars except as otherwise stated)

7. CAPITAL STOCK *(Continued)*

(c) Incentive share options

The Company has a stock option plan (the "Plan") allowing for the reservation of common shares issuable under the Plan to a maximum 10% of the number of issued and outstanding common shares of the Company at any given time. The term of any stock option granted under the Plan may not exceed five years and the exercise price may not be less than the discounted market price on the grant date. Unless otherwise specified by the Board of Directors at the time of granting an option, and subject to other term limits on option grants set out in the Plan, all options must vest over a minimum of two years except options granted to consultants performing investor relations activities, which options must vest in stages over twelve months with no more than one quarter of the options vesting in any three-month period.

The purpose of the Plan is to provide directors, officers, key employees and certain other persons who provided services to the Company and its subsidiaries with an increased incentive to contribute to the future success and prosperity of the Company.

The following is a continuity of outstanding share options:

	Number of Options	Weighted Average Exercise Price per
Balance at February 28, 2023	597,000	$ 5.47
Granted during the year	100,000	0.60
Balance at February 29, 2024	697,000	4.77
Cancelled during the year	(67,000)	4.06
Granted during the year	700,000	1.10
Balance at February 28, 2025	1,330,000	$ 2.88

(d) Share-based compensation

The following summarizes information about share options that are outstanding at February 28, 2025:

Number of Options	Price per Share	Expiry Date	Options Exercisable
100,000	$6.50	May 20, 2026	100,000
287,500	$6.00	September 2, 2026	287,500
157,500	$4.50	December 26, 2026	157,500
100,000	$0.60	February 1, 2029	50,000
25,000	$0.970	March 11, 2029	16,667
175,000	$0.970	March 13, 2029	116,667
500,000	$1.152	October 27, 2029	166,667
1,330,000			880,000

As of February 28, 2025, the weighted average contractual remaining life is 3.27 years.

During the year ended February 28, 2025, 700,000 stock options were granted, subject to deferred vesting, with one third options vesting three months from the grant date, one third options vesting six months from the vest date and one third options vesting one year from the grant date. The Company recorded compensation expense of $436,147. During the year ended February 29, 2024, 100,000 stock options were granted, subject to deferred vesting, with 25,000 options vesting three months from the grant date, 25,000 options vesting six months from the vest date and 50,000 options vesting one year from the grant date. The Company recorded compensation expense of $134,645.

(Expressed in Canadian Dollars except as otherwise stated)

7. CAPITAL STOCK *(Continued)*

(d) Share-based compensation (Continued)

The following summarizes information about share options that are outstanding at February 29, 2024:

Number of Options	Price per Share	Expiry Date	Options Exercisable
52,000	$3.50	May 28, 2024	52,000
100,000	$6.50	May 20, 2026	100,000
287,500	$6.00	September 2, 2026	287,500
157,500	$4.50	December 26, 2026	157,500
100,000	$0.60	February 1, 2029	-
697,000			597,000

As of February 29, 2024, the weighted average contractual remaining life is 2.72 years.

During the year ended February 29, 2024, 100,000 stock options were granted, subject to deferred vesting, with 25,000 options vesting three months from the grant date, 25,000 options vesting six months from the vest date and 50,000 options vesting one year from the grant date. The Company recorded compensation expense of $134,645. During the year ended February 28, 2023, no stock options were granted, and the Company recorded compensation expense of $905,717 with respect to previous options which had vested.

The following assumptions were used for the Black-Scholes option pricing model calculations:

Grant Date	Expiry Date	Risk-free interest rate	Expected stock price volatility	Expected option life in years	Dividend rate
October 27,2024	October 27, 2029	2.18%	127.53%	5 Years	Nil
March 13, 2024	March 13, 2029	3.50%	133.47%	5 Years	Nil
March 11, 2024	March 11, 2029	3.42%	133.32%	5 Years	Nil
February 1, 2024	February 1, 2029	3.34%	130.35%	5 Years	Nil
December 26, 2021	December 26, 2026	1.15%	131.32%	5 Years	Nil
September 2, 2021	September 2, 2026	0.72%	131.84%	5 Years	Nil
May 20, 2021	May 20, 2026	0.87%	138.28%	5 Years	Nil
May 28, 2019	May 28, 2024	1.34%	123.23%	5 Years	Nil

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate.

(Expressed in Canadian Dollars except as otherwise stated)

7. CAPITAL STOCK *(Continued)*

(e) Share purchase warrants

The following is a continuity of outstanding share purchase warrants:

	Number of Warrants	Weighted Average Price per Share
Balance at February 28, 2023	1,293,677	$ 4.80
Expired during the year	(1,293,677)	4.80
Granted during the year	3,450,596	0.73
Balance at February 29, 2024	3,450,596	0.73
Exercised during the year	(915,000)	0.78
Granted during the year	5,544,818	1.46
Balance at February 28, 2025	8,080,414	$ 1.23

The following summarizes information about the warrants that are outstanding at February 28, 2025.

Number of Warrants	Price per Share	Expiry Date
468,750	$0.85	April 26, 2026
691,846	$0.85	June 8, 2025
1,375,000	$0.60	January 22, 2026
672,000	$1.00	October 10, 2029
672,000	$1.25	October 10, 2029
672,000	$1.50	October 10, 2029
672,000	$1.75	October 10, 2029
672,000	$2.00	October 10, 2029
1,184,818	$0.90	May 8, 2026
1,000,000	$2.00	June 23, 2026
8,080,414		

As of February 28, 2025, the weighted average contractual remaining life is 2.50 years.

The following summarizes information about the warrants that are outstanding at February 29, 2024.

Number of Warrants	Price per Share	Expiry Date
468,750	$0.85	April 26, 2026
1,356,846	$0.85	June 8, 2025
1,625,000	$0.60	January 22, 2026
3,450,596		

As of February 29, 2024, the weighted average contractual remaining life is 1.69 years.

The warrants issued as a part of the private placement units are valued at fair value using the residual value method. Warrants issued as a part of finder's fee compensation are valued using the Black Scholes method.

(Expressed in Canadian Dollars except as otherwise stated)

7. CAPITAL STOCK *(Continued)*

(f) Performance-based share purchase warrants

In connection with the transaction completed on June 9, 2021, the Company granted 400,000 performance warrants to directors and officers at an exercise price of $1.50 per warrant share with an expiration date of January 2, 2025.

The performance warrants are subject to vesting upon the achievement of certain milestones by certain dates, as set out below as at February 28, 2025:

	On or before	Number of Performance Warrants	Exercise price of vested performance warrants	Number of performance warrants vested
1. LSP services, payment channels and watchtowers established	June 30, 2021	100,000	$1.50	Expired
2. Launch of Bitcoin staking on LN channels and payment routing tools	December 31, 2021	100,000	$1.50	Expired
3. Launch of LQwD money financial portal	December 31, 2022	100,000	$1.50	Cancelled
4. Application/integration of analytics, machine learning and data API	December 31, 2023	100,000	$1.50	Cancelled
		400,000		Nil

The following summarizes the performance warrants as at February 29, 2024:

	On or before	Number of Performance Warrants	Exercise price of vested performance warrants	Number of performance warrants vested
1. LSP services, payment channels and watchtowers established	June 30, 2021	100,000	$1.50	100,000
2. Launch of Bitcoin staking on LN channels and payment routing tools	December 31, 2021	100,000	$1.50	100,000
3. Launch of LQwD money financial portal	December 31, 2022	100,000	$1.50	Cancelled
4. Application/integration of analytics, machine learning and data API	December 31, 2023	100,000	$1.50	Cancelled
		400,000		200,000

(Expressed in Canadian Dollars except as otherwise stated)

7. CAPITAL STOCK *(Continued)*

(g) Contributed surplus

The following summarizes information about contributed surplus as at February 28, 2025.

	Options	Warrants	Performance based share purchase warrants	Total
Contributed surplus	$ 4,892,594	$ 1,122,654	$ 3,539,145	$ 9,554,393

The following summarizes information about contributed surplus as at February 29, 2024.

	Options	Warrants	Performance based share purchase warrants	Total
Contributed surplus	$ 4,456,447	$ 847,290	$ 3,539,145	$ 8,842,882

8. DIGITAL CURRENCIES

Digital currencies consist of Bitcoin coins. Below is a continuity of digital currencies acquired through purchase during the year. The fair value of digital currencies at February 28, 2025 is $19,800,292 (2024 - $9,612,743). The original cost of the 161.08 Bitcoin was $12,454,381 (2024 – 115.50 Bitcoin were $7,030,666).

	February 28, 2025		February 29, 2024	
	Bitcoin	$	Bitcoin	$
Opening balance	115.50	9,612,743	112.76	3,638,698
Revenue	0.06	5,553	0.01	506
Fees	(0.19)	(18,253)	(0.27)	(12,184)
Purchase of digital currency	45.71	5,436,414	-	-
Revaluation of digital currency(1)	-	4,763,835	-	2,514,996
Recognition of digital currency(1)	-	-	3.00	232,750
Gain on revaluation(2)	-	-	-	3,160,795
Gain on sale	-	-	-	77,182
	161.08	**19,800,292**	115.50	9,612,743

(1)The revaluation of digital currency and the recognition of digital currency are included in other comprehensive income.
(2) The Company reversed a previously recognized loss and therefore this was included in net income.

The following summarizes the Company's holding of Bitcoin:

Location	Bitcoin	$
Institutional cold storage (Bitgo Trust Co. and Netcoins)	102.92	12.7 million
Lightning network payment channels (Company controlled keys)	58.16	7.1 million
	161.08	**19.8 million**

(Expressed in Canadian Dollars except as otherwise stated)

9. RELATED PARTY TRANSACTIONS

A related party is a person or entity that has control, joint control, significant influence over the Company or is a member of key management personnel. The aggregate value of transactions and outstanding balances relating to key management personnel were as follows:

		February 28, 2025		February 29, 2024
Research and development	$	133,000	$	120,000
Salaries and benefits		157,000		144,000
Share-based compensation		248,928		105,708
	$	538,928	$	369,708

At February 28, 2025, $438 (2024 - $45) is owing to key management personnel and is included in accounts payable and accrued liabilities.

During the year ended February 28, 2025, the Company was charged $12,600 (2024 - $12,000) by TAG Oil Ltd. a Canadian related company with similar key management personnel for office rent. At February 28, 2025, $nil (2024 - $nil) is owing to the Canadian related company with similar key management personnel and is included in accounts payable and accrued liabilities.

All transactions and balances are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

10. FINANCIAL INSTRUMENTS RISK

The Company's financial instruments are exposed to the following risks:

Credit Risk

Credit risk is the risk of financial loss to the Company if counterparties do not fulfill their contractual obligations.

Cash and cash equivalents consist of cash bank balances and short-term deposits. The Company's short-term investments are held with a Canadian chartered bank and are monitored to ensure a stable return. The Company's short-term investments currently consist of term deposits and bank deposits as it is not the Company's policy to utilize complex, higher-risk investment vehicles.

Market Risk

Market risk is the risk that changes in foreign exchange rates and interest rates will affect the Company's cash flows, net income and comprehensive income. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns.

Foreign Exchange Risk

The Company currently does not have significant exposure to other currencies, other than digital currencies which are US dollar denominated. The potential impact of foreign exchange risk relating to digital currencies is assessed as high. If the USD average exchange rate were higher by 5% during the year, the impact on the digital currencies valuation and other comprehensive income (loss) would be $990,015 (2024 - $480,637). If the USD average exchange rate were lower by 5% the impact on the digital currencies valuation and other comprehensive income (loss) would be $942,871 (2024 - $457,749).

(Expressed in Canadian Dollars except as otherwise stated)

10. FINANCIAL INSTRUMENTS RISK *(Continued)*

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its purchases and capital commitments, and other financial obligations as they are due. The Company's approach to managing liquidity is to ensure, to the extent possible, that it will have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking harm to the Company's reputation.

The Company's liquidity is dependent upon maintaining its current working capital balances, operating cash flows and ability to raise funds. To forecast and monitor liquidity, the Company prepares operating and capital expenditure budgets which are monitored and updated as considered necessary. Considering these circumstances and the Company's cash balance, liquidity risk is assessed as low.

As at February 28, 2025, the contractual maturities of financial liabilities were as follows:

	Carrying Amount	Contractual Cash Flows	Within 1 Year
Accounts payable and accrued liabilities	$181,897	$181,897	$181,897
Total	$181,897	$181,897	$181,897

As at February 29, 2024, the contractual maturities of financial liabilities were as follows:

	Carrying Amount	Contractual Cash Flows	Within 1 Year
Accounts payable and accrued liabilities	$248,016	$248,016	$248,016
Total	$248,016	$248,016	$248,016

Interest Rate Risk

The Company's exposure to interest rate risk is low. Cash and cash equivalents are held in short term and liquid cash investments. Interest rate movements will have little affect on the fair value of these instruments. The Company manages maturity dates of these instruments to match cash flow needs, enabling realization at no loss in almost all cases.

Fair Value of Financial Instruments and Digital Assets

The carrying value of the Company's financial assets and liabilities carried at amortized cost approximates their fair value due to the short-term life of these instruments. Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

(Expressed in Canadian Dollars except as otherwise stated)

10. FINANCIAL INSTRUMENTS RISK *(Continued)*

The Company's assets and liabilities carried at fair value are as follows:

	Fair Value Level	February 28, 2025	February 29, 2024
		$	$
Digital assets:			
Digital currencies	2	19,800,292	9,612,743

The Company's digital currencies are classified as level 2. During the years ended February 28, 2025, and February 29, 2024, there were no transfers between level 1, level 2 and level 3.

11. DIGITAL CURRENCY AND RISK MANAGEMENT

Digital currencies are measured based on their fair values, determined using the daily weighted close price for the digital currency on CoinMarketCap.com.

Digital currency prices are affected by various forces including global supply and demand, interest rates, exchange rates, inflation or deflation and the global political and economic conditions. The profitability of the Company is affected by the current and future market price of digital currencies; in addition, the Company may not be able to liquidate its inventory of digital currencies at its desired price if required. A decline in the market prices for digital currencies could negatively impact the Company's future operations. The Company from time to time converts its digital currency to cash but has not entered into any hedge transactions.

Digital currencies have a limited history, and the fair value historically has been very volatile. Historical performances of digital currencies are not indicative of their future price performance. The Company's digital currencies consist primarily of Bitcoin. The impact of a 25% variance in the price of this digital currency on the Company's other comprehensive income, based on their closing prices at February 28, 2025, would be $4,950,073 (2024 - $2,403,186).

12. IMPAIRMENTS

Intangible assets

		Total Intangible Asset
At February 28, 2023	$	4,617,875
Amortization		(1,023,762)
Impairment		(2,987,286)
At February 29, 2024		606,827
Amortization		(174,263)
Impairment		(432,564)
At February 28, 2025	**$**	**-**

During the years ended February 28, 2025, and February 29, 2024, LQWD Financial Corp. observed several indicators of impairment, including negligible revenue and an overall financial loss. The company's business plan involves creating a network infrastructure on the Lightning Network portion of the Bitcoin blockchain to facilitate internet payments. Despite significant investments in R&D and infrastructure, the Company's performance fell significantly short of projections. A key factor contributing to the impairment included lower-than-expected adoption of the Lightning Network.

12. IMPAIRMENTS *(Continued)*

The total impairment loss recognized for the year ended February 29, 2024, is $2,987,286. The total impairment loss recognized for the year ended February 28, 2025, is $432,564, bringing the value of the intangible assets to $nil.

For the year ended February 28, 2025:

Nature of the Asset

- Asset: Intangible assets, including software development costs and network infrastructure related to the Lightning Network and Lightning Platform.
- Segment: The assets belong to the 'Blockchain Infrastructure' reportable segment as defined in IFRS 8.

Description of the Cash-Generating Unit (CGU)

- CGU Description: The CGU comprises the Lightning Network and Lightning Platform, which are integral parts of the company's network infrastructure and platform operations.
- Impairment Loss by Class of Assets:
  - Lightning Network: Impairment loss of $423,751, with a post-impairment recoverable amount of $nil.Lightning Platform: Impairment loss of $8,813, with a post-impairment recoverable amount of $nil.
- CGU Aggregation: There were no changes in the aggregation of assets for identifying the CGU compared to the previous period.

Value-in-Use

- Assumptions used to determine the value in use are: pre-tax discount rate of 25%, terminal growth of 0% and a 3 year cash flow forecast based on routing-volume growth of 150%, 80% and 50%.

Recoverable Amount of the CGU

- Recoverable Amount: The recoverable amount of the CGU, based on value in use, is $nil. The CGU failed to meet forecasted revenue targets, and it is uncertain when the CGU will become profitable.

Fair Value Less Costs of Disposal (if applicable)

- Not Applicable: The recoverable amount was determined based on value in use, not fair value less costs of disposal.

Summary of Impairment Test Results

- Intangible Assets:
  - For the year ended February 28, 2025, the company recognized an impairment loss of $432,564 for the intangible assets related to the Lightning Network and Lightning Platform.
  - The recoverable amounts after impairment were determined to be $nil for the Lightning Network and $nil for the Lightning Platform.

12. IMPAIRMENTS *(Continued)*

For the year ended February 29, 2024:

Nature of the Asset

- Asset: Intangible assets, including software development costs and network infrastructure related to the Lightning Network and Lightning Platform.
- Segment: The assets belong to the 'Blockchain Infrastructure' reportable segment as defined in IFRS 8.

Description of the Cash-Generating Unit (CGU)

- CGU Description: The CGU comprises the Lightning Network and Lightning Platform, which are integral parts of the company's network infrastructure and platform operations.
- Impairment Loss by Class of Assets:
    - Lightning Network: Impairment loss of $2,904,150, with a post-impairment recoverable amount of $554,136. Lightning Platform: Impairment loss of $83,136, with a post-impairment recoverable amount of $15,864.
- CGU Aggregation: There were no changes in the aggregation of assets for identifying the CGU compared to the previous period.

Recoverable Amount of the CGU

- Recoverable Amount: The recoverable amount of the CGU, based on value in use, is $570,000.

Fair Value Less Costs of Disposal (if applicable)

- Not Applicable: The recoverable amount was determined based on value in use, not fair value less costs of disposal.

Summary of Impairment Test Results

- Intangible Assets:
    - For the year ended February 29, 2024, the company recognized an impairment loss of $2,987,286 for the intangible assets related to the Lightning Network and Lightning Platform.
    - The recoverable amounts after impairment were determined to be $554,136 for the Lightning Network and $15,864 for the Lightning Platform.

(Expressed in Canadian Dollars except as otherwise stated)

13. 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 future development of the business and maintaining investor, creditor and market confidence.

The Company defines its capital as shareholders' equity and working capital. The Board of Directors does not establish a 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. If adjustments to the capital structure are required, the Company may consider issuing additional equity, raising debt or revising its capital investment programs.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements or restrictions. The Company has not paid or declared any dividends since the date of incorporation, nor are any contemplated. The Company may require equity issues to cover administrative and operating cost.

14. INCOME TAXES

A reconciliation of income taxes at statutory rates is as follows:

For the years ended	February 28, 2025	February 29, 2024
	$	$
Net loss for the year before tax	(2,503,635)	(2,021,714)
Expected income tax (recovery) expense	(675,981)	(545,863)
Premium on purchase price	-	-
Permanent differences	235,160	(10,380)
Unrecognized benefit of current non-capital loss	394,734	282,971
Change in unrecognized deductible temporary difference	46,087	273,272
Total income tax expense	-	-

The Company's unrecognized temporary differences and unused tax losses consists of the following:

As at	February 28, 2025	February 29, 2024
	$	$
Exploration and evaluation carrying amounts	328,889	328,889
Fixed and intangible assets	(2,632)	4,412
Non-capital loss carry-forwards	22,671,428	27,035,538
Unrecognized deductible temporary differences	22,997,685	27,368,839

As of February 28, 2025, the Company has Canadian non-capital losses carry forward of approximately $16,837,397 (February 29, 2024 - $15,375,421). These losses are available to be utilized as deductions against future year's Canadian taxable income operations. If not utilized, they will expire as follows:

(Expressed in Canadian Dollars except as otherwise stated)

14. INCOME TAXES *(Continued)*

	February 28, 2025	February 29, 2024
	$	$
2026	158,209	158,209
2027	291,312	291,312
2028	381,422	381,422
2029	291,332	291,332
2030	516,658	516,658
2031	249,895	249,895
2032	522,857	522,857
2033	337,459	337,459
2034	873,231	873,231
2035	707,399	707,399
2036	600,197	600,197
2037	291,433	291,433
2038	587,848	587,848
2039	830,454	830,454
2040	1,529,756	1,529,756
2041	963,465	963,465
2042	3,540,795	3,540,795
2043	1,653,663	1,653,663
2044	1,048,036	1,048,036
2045	1,461,976	-
	16,837,397	15,375,421

As at February 28, 2025, the Company has US non-capital loss carry-forwards for tax purposes of approximately $5,834,030 (February 28, 2023 - $5,834,550) available indefinitely to be utilized as deductions against future years' US taxable income.

15. SUBSEQUENT EVENTS

On April 2, 2025, the Company announced the appointment of Samuel Coyn Mateer as a non-executive director of the Company.

In May and June 2025, 150,000 warrants, redeemable for $0.90 per share, 691,846 warrant, redeemable for $0.85 pre share, and 337,500 warrants, redeemable for $0.60 per share, were exercised for gross proceeds of $925,569.

On May 28, 2025, 25,000 options, redeemable for $0.97 per share, were exercised for gross proceeds of $24,250.

On June 9, 2025, the Company announced the appointment of Ashley Garnot as President of the Company. Mrs. Garnot will continue to serve as a director and work closely with the executive team.