

ARCH BIOPARTNERS INC.
Condensed Interim Consolidated Financial Statements
Three Months Ended December 31, 2025
(Unaudited - See Notice of No Auditor Review)

ARCH BIOPARTNERS INC.
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Three Months Ended December 31, 2025
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NOTICE OF NO AUDITOR REVIEW

To the Shareholders of Arch Biopartners Inc.

The accompanying unaudited condensed interim consolidated financial statements have been prepared by and are the responsibility of the management of the Company.

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited interim financial statements for the period ended December 31, 2025.

"Richard Muruve" Director

ARCH BIOPARTNERS INC.
Condensed Interim Consolidated Statement of Comprehensive Loss
Three Months Ended December 31, 2025
(Unaudited - See Notice of No Auditor Review)

	<i>December 31</i> 2025	<i>September 30</i> 2025
ASSETS		
CURRENT		
Cash and cash equivalents	\$ 4,163	\$ 2,102
Goods and services tax recoverable	6,783	77,743
Prepaid expenses	14,086	24,685
	\$ 25,032	\$ 104,530
 LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	\$ 959,244	\$ 1,042,203
Government remittances payable	31,508	103,953
Due to shareholder <i>(Note 8)</i>	105,542	344,851
Promissory notes <i>(Note 13)</i>	2,527,700	2,495,059
	3,623,994	3,986,066
 SHAREHOLDERS' DEFICIENCY		
Share capital <i>(Note 9)</i>	21,408,935	20,346,635
Contributed surplus <i>(Note 9)</i>	7,380,843	6,601,189
Warrants <i>(Note 9)</i>	2,694,619	2,694,619
Deficit <i>(Note 9)</i>	(35,083,359)	(33,523,979)
	(3,598,962)	(3,881,536)
	\$ 25,032	\$ 104,530

ON BEHALF OF THE BOARD

_____*"Richard Muruve"*_____*Director*

_____*"Andrew Bishop"*_____*Director*

See notes to financial statements

ARCH BIOPARTNERS INC.
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Three Months Ended December 31, 2025
(Unaudited - See Notice of No Auditor Review)

	<i>December 31,</i> 2025	<i>December 31,</i> 2024
REVENUE		
Industry grants	\$ -	\$ 117,865
EXPENSES		
Communication	2,080	21,718
Insurance	257	3,936
Interest and bank charges	48,878	1,695
Interest on long-term debt	-	10,712
Interest on amounts due to shareholder <i>(Note 8)</i>	3,636	1,032
Interest on promissory notes <i>(Note 13)</i>	32,641	56,712
Marketing	6,635	4,336
Office	24,424	9,733
Patent <i>(Note 7)</i>	28,926	24,020
Professional fees	46,095	65,365
Regulatory and exchange fees	14,884	29,872
Research	473,223	78,185
Share based compensation <i>(Note 9)</i>	779,654	56,968
Transfer agent fee	4,601	3,903
Travel	4,263	3,725
Wages and employee benefits	95,000	103,270
	1,565,197	475,182
LOSS FROM OPERATIONS	(1,565,197)	(357,317)
FOREIGN EXCHANGE GAIN (LOSS)	5,817	(58,984)
NET AND COMPREHENSIVE LOSS	\$ (1,559,380)	\$ (416,301)
	\$ (0.024)	\$ (0.006)
	66,106,366	64,940,956

See notes to financial statements

ARCH BIOPARTNERS INC.
Condensed Interim Consolidated Statement of Changes in Equity
Three Months Ended December 31, 2025
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	Share Capital	Contributed Surplus	Warrants	Deficit	Total
BALANCE OCTOBER 1, 2024	\$ 17,417,508	\$ 7,511,411	\$ 2,694,619	\$ (31,971,235)	\$ (4,347,697)
Loss for the period	-	-	-	(416,301)	(416,301)
Share based compensation	-	56,968	-	-	56,968
Common shares issued	446,907	-	-	-	446,907
BALANCE AT DECEMBER 31, 2024	\$ 17,864,415	\$ 7,568,379	\$ 2,694,619	\$ (32,387,536)	\$ (4,260,123)
BALANCE AT OCTOBER 1, 2025	\$ 20,346,635	\$ 6,601,189	\$ 2,694,619	\$ (33,523,979)	\$ (3,881,536)
Loss for the period	-	-	-	(1,559,380)	(1,559,380)
Share based compensation (Note 9)	-	779,654	-	-	779,654
Warrants (Note 9)	-	-	-	-	-
Common shares issued (Note 9)	1,062,300	-	-	-	1,062,300
BALANCE AT DECEMBER 31, 2025	\$ 21,408,935	\$ 7,380,843	\$ 2,694,619	\$ (35,083,359)	\$ (3,598,962)

See notes to financial statements

ARCH BIOPARTNERS INC.
Condensed Interim Consolidated Statement of Cash Flow
Three Months Ended December 31, 2025
(Unaudited - See Notice of No Auditor Review)

	December 31, 2025	December 31, 2024
OPERATING ACTIVITIES		
Cash receipts from industry grants	\$ 70,960	\$ 441,688
Cash paid to suppliers and employees	(888,255)	(1,288,030)
Interest accrued	(32,641)	(56,713)
	<u>(849,936)</u>	<u>(903,055)</u>
Cash flow used by operating activities		
FINANCING ACTIVITIES		
Repayments of advances from shareholders	(242,944)	451,315
Proceeds from promissory note	32,641	56,712
Issuance of share capital	1,062,300	446,907
	<u>851,997</u>	<u>954,934</u>
Cash flow from financing activities		
INCREASE IN CASH	2,061	51,879
CASH - BEGINNING OF PERIOD	<u>2,102</u>	<u>2,970</u>
CASH - END OF PERIOD	\$ 4,163	\$ 54,849

See notes to financial statements

ARCH BIOPARTNERS INC.
Notes to Condensed Interim Consolidated Financial Statements
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(Unaudited - See Notice of No Auditor Review)

1. DESCRIPTION OF OPERATIONS

Arch Biopartners Inc. (“Arch” or the “Company”) is a late-stage clinical trial company focused on developing new treatments for acute kidney injury (AKI) and chronic kidney disease (CKD). The Company is advancing a drug pipeline that included new treatments targeting inflammation and toxin-related kidney injury.

Arch's development pipeline includes:

- LSALT Peptide: in a Phase II trial targeting cardiac surgery-associated AKI
- Cilastatin: a repurposed drug in a Phase II trial targeting toxin-induced AKI
- CKD Platform: next-generation therapeutics targeting chronic kidney disease

These assets represent distinct, mechanism-based approaches to treating and preventing common causes of kidney damage.

The Company's lead drug candidates, LSALT peptide and cilastatin, are being developed to target kidney injury caused by inflammation or toxins respectively, which are both significant unmet medical needs. Clinical development of these two drug candidates is currently ongoing. The CKD Platform is currently in pre-clinical development.

The Company owns, or has exclusive licensing rights on the intellectual property (“IP”) emanating from its drug development programs.

The Company is incorporated under the Business Corporation Act (Ontario) with continuance under the Canadian Business Corporations Act, and principal place of business and registered office is 545 King St. W, Toronto, Ontario, Canada M5V 1M1. The Company has four subsidiaries, 100% owned, that continue to operate as separate entities, and are consolidated for financial purposes. The status of each subsidiary is as follows:

Arch Clinical Pty Ltd. (Australia) was used in the past as a vehicle to conduct a Phase I human trial in Australia, most recently in early 2023.

Arch Bio Ohio Inc. (Delaware) is an entity available to the Company for any United States operations. Currently a dormant entity with no active operations.

Arch Bio Ireland Ltd. is a dormant subsidiary and was formed as a holding company to act as the holder of an orphan drug designation from the European Medicines Authority. This subsidiary has no active operations.

Arch Cancer Therapeutics Ltd. (Alberta) is a holding company for IP assignments. Currently no active operations

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2. BASIS OF PREPARATION

Statement of Compliance

The financial statements of the Company for the period-ended September 30, 2025 were prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). These condensed interim consolidated financial statements for the three month period ended December 31, 2025 have been prepared in accordance with IAS 34 Interim Financial Reporting.

The condensed interim consolidated financial statements were authorized for issue by the Board of Directors on March 2, 2026.

Basis of Measurement

The consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments which are stated at fair value.

The consolidated financial statements are presented in Canadian dollars, which is also the Company’s functional currency.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

Going Concern of Operations

These consolidated financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to meet its commitments, continue operations and realize its assets and discharge its liabilities in the normal course of operations for at least twelve months from December 31, 2025. As at December 31, 2025, the Company had a working capital deficit (current assets less current liabilities) of \$3,598,962 (December 31, 2024: \$4,017,333).

During the three-months ended December 31, 2025, the Company incurred a net and comprehensive loss of \$1,559,380 (December 31, 2024: \$416,301) and has an accumulated deficit of \$35,083,359 as at December 31, 2025 (December 31, 2024: \$32,087,778).

The Company is in the process of performing further research and development, and has not yet determined whether costs incurred are economically recoverable. The Company's continuing operations are dependent upon any one of:

1. the existence of economically recoverable medical or industrial solutions;
2. the ability of the Company to obtain the necessary financing to complete the research; or
3. future profitable production from, or proceeds from the disposition of intellectual property.

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2. BASIS OF PREPARATION *(continued)*

There are no assurances that management's plan will be realized, management believes the Company will be able to secure the necessary financing to continue operations into the future. The financial statements do not include any adjustments to the recoverability and classification of recorded assets, or the amounts of, and classification of liabilities that would be necessary if the going concern assumption were not appropriate. Such adjustments could be material.

The above events and conditions indicate there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Basis of Consolidation

These condensed consolidated interim financial statements include the assets and liabilities and results of operations of the Company and its wholly-owned subsidiaries, Arch Cancer Therapeutics Inc., Arch Bio Ohio Inc., Arch Clinical Party Ltd., and Arch Bio Ireland Ltd.

During the three-months ended December 31, 2025 the company purchased Lipdro Therapeutics Inc. with issuance of 250,000 common shares at the price of \$1.85, for a total valuation of \$462,500.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates which have been made using careful judgment. The financial statements have, in management's opinion, been properly prepared within the reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

Cash and cash equivalents

Cash and cash equivalents include cash on hand, balances with banks net of bank overdrafts and term deposits having maturity of three months or less at acquisition, which are held for the purpose of meeting short-term cash commitments.

Foreign Currency Transactions

Foreign currency accounts are translated into Canadian dollars as follows:

At the transaction date, each asset, liability, revenue and expense denominated in a foreign currency is translated into Canadian dollars by the use of the exchange rate in effect at that date. At the period-end date, unsettled monetary assets and liabilities are translated into Canadian dollars by using the exchange rate in effect at the period-end date and the related translation differences are recognized in net income.

Non-monetary assets and liabilities that are measured at historical cost are translated into Canadian dollars by using the exchange rate in effect at the date of the initial transaction and are not subsequently restated.

Consolidating Foreign Subsidiaries

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ARCH BIOPARTNERS INC.
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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Transactions in foreign currencies are translated to the respective function currency of each entity within the consolidated group using the exchange rate in effect at the date of the transaction. The foreign subsidiaries had no active operations in the current year. The functional currency of all the subsidiaries is the same as that of the parent company which is Canadian Dollars. These subsidiaries act as an extension of the parent company with all management decisions based in Canada, and all operational activities to be undertaken for the benefit of the parent company.

Monetary assets and liabilities are translated at year end using the year end exchange rate. Non-monetary assets are translated at the rate of exchange prevailing at the date of transaction. Revenues and expenses are translated at the average rates of exchange during the year, except for amortization, which is translated at the same rate as the related asset.

Loss per share

The Company uses the treasury stock method to calculate earnings (loss) per share. Basic earnings (loss) per common share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding for the period. To calculate diluted earnings per share, all options and warrants whose average exercise price is less than or equal to the average share price for the year are assumed to be exercised, unless anti-dilutive. Also under this method, certain shares are considered contingently issuable, such as escrowed shares subject to release based on performance criteria, are excluded from the calculation of weighted average common shares.

For the quarter ended December 31, 2025, potentially dilutive common shares (relating to options and warrants outstanding at year end) totaling 5,165,000 (December 31, 2024 - 3,740,000) were not included in the computation of loss per share because their effect was anti-dilutive. Therefore, diluted loss per share is the same as basic loss per share.

Revenue recognition

Revenue and cost recoveries on the sales, assignment and transfer of rights of patents are recorded in the period in which the agreement relates.

Interest income is recognized as earned.

Amounts relating to industry grants are recognized when there is reasonable assurance that the Company will comply with the conditions attached to them and when management estimated that receivables are reasonably determined to be collected.

Deferred revenue consists of amounts received that have not been recognized as revenue as of December 31, 2025. These amounts will be recognized when related expenses are incurred.

Patent fees

The Company has expensed all costs incurred with the review of patentability of intellectual property. Patent fees paid for approved patent applications are expensed, the determination of future economic benefits to be derived is difficult to determine. Future patent costs may be capitalized if future recoverability is readily estimable.

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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Research and development

The company incurs costs on activities that relate to research and development of new products. Some of the research and development costs incurred are eligible for refundable tax credits and these tax credits are accounted for on a net basis, with the credits reducing the reported research expenses.

Financial instruments

Financial Assets

Financial assets are classified as into one of the following categories based on the purpose for which the asset was acquired.

- Loans and receivables (amortized cost)

These assets are non-derivative financial assets resulting from the delivery of cash or other assets by a lender to a borrower in return for a promise to repay on a specified date or dates, or on demand.

- Fair value through profit or loss assets

A financial asset is classified in this category if acquired principally for the purpose of selling in the short term.

All transactions related to financial instruments are recorded on a trade date basis. The Company's accounting policy for each category is as follows:

Loans and Receivables

Loans and receivables are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and subsequently carried at amortized cost, using the effective interest rate method, less any impairment losses. Amortized cost is calculated taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognized in the profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process.

Fair value through profit or loss assets

Fair value through profit or loss assets are measured at fair value with changes in those fair values recognized in the statement of comprehensive loss. Transaction costs are expensed when incurred.

Impairment on Financial Assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or group of financial assets is deemed to be impaired, if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or the group of financial assets.

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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Financial Liabilities

Financial liabilities are classified as other financial liabilities, based on the purpose for which the liability was incurred, and comprise accounts payables and accrued liabilities, deferred convertible debt, promissory note and amounts due to shareholder. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Accounts payables and accrued liabilities represent liabilities for goods and services provided to the Company prior to the end of the period which are unpaid.

Financial value measurement

Fair Value is defined as the price to sell an asset or transfer a liability (i.e. the "exit price") in an orderly transaction between market participants. Management uses a fair value hierarchy that gives the highest priority to quoted prices in active markets and the lowest priority to unobservable data. The fair value hierarchy is broken down into the following three levels:

Level 1: Fair value based on unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: Fair value based on quoted prices in active markets for similar assets or liabilities, quoted prices for identical assets or liabilities in inactive markets, or for which significant inputs are observable (e.g. interest rates, yield curves, etc.) or can be corroborated by observable market data.

Level 3: Fair value based on inputs that are unobservable and significant to the overall fair value measurement. The unobservable inputs reflect significant management judgements about assumptions that market participants might use.

Leases

Leases are accounted for by recognizing a right-of-use asset and corresponding lease liability when the asset is ready for use, except for when the lease is of low value or has a duration of twelve months or less. In these instances, amounts are expensed in the financial statements when incurred.

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ARCH BIOPARTNERS INC.
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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Share-based payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the statement of comprehensive loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted.

Where the terms and conditions of options are modified before they vest, any increase in the fair value of the options, measured immediately before and after the modification, is also charged to the statement of comprehensive loss/income over the remaining vesting period.

Where equity instruments are granted to employees, they are recorded at the fair value of the equity instrument granted at the grant date. The grant date fair value is recognized in comprehensive loss over the vesting period, described as the period during which all the vesting conditions are to be satisfied.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statement of comprehensive loss, unless they are related to the issuance of shares, in which case they are recorded as a reduction of share capital.

When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

All equity-settled share-based payments are reflected in contributed surplus, until exercised.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

Warrants

Warrants are recorded at fair value except when issued in a debt to equity conversion which is outside of the scope of IFRIC 19 in which case they are recorded at the carrying value of the liability.

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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Standards, Amendments and Interpretations Not Yet Effective

The following new standards, amendments and interpretations, that have not been early adopted in these financial statements, are not expected to have an effect on the Company's short-term results and financial position: Given the nature of operations for the company, management is continuing to review the following standards and will apply them if there will be any impact.

IFRS 9 Financial Instruments

IFRS 9 Financial Instruments was revised to address the accounting issues surrounding financial instruments, specifically the classification, measurement and derecognition of hybrid financial instruments that contain both debt and equity components.

The effective dates for these amendments is January 1, 2026. The Company will need to reassess its classification and measurement of financial instruments, particularly hybrid financial instruments such as its convertible loan agreements to ensure compliance with the new requirements.

IFRS 7 Financial Instruments Disclosures

IFRS 7 Financial Instruments Disclosures was revised to enhance the disclosure requirements regarding the risks associated with financial instruments, The new disclosure requirements aim to provide users of the financial statements with more detail information about an entity's exposure to risk

The effective date for these amendments is January 1, 2026. Management is assessing the impact of this standard.

IAS 18 Presentation and disclosure in the financial statements

In April 2024, the IASB issued the new standard on presentation and disclosure in financial statements to introduce new concepts related to the structure of the statement of profit and loss; required disclosures in the financial statements for management-defined performance measures; and enhanced principles on aggregation and disaggregation of information in the financial statements and accompanying notes. The standard is effective for reporting periods beginning on or after January 1, 2027, and also applies to comparative information. Earlier application is permitted as long as this fact is disclosed. The Company is currently assessing the impact of the new standard.

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4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only; or in the period of the change and future periods, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed interim consolidated financial statements within the next financial year are discussed below:

Income Taxes

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated tax audit issues based on the Company's current understanding of the tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability including the related interest and penalties in the current tax provision. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may result in a materially different outcome than the amount included in the tax liabilities.

In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent there are sufficient taxable temporary differences (deferred tax liabilities) relating to the same taxation authority and the same taxable entity against which the unused tax losses can be utilized. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recouped.

Share-based Payment Transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 9.

Research and development tax credits

The company incurs research and development costs which are eligible for refundable tax credits and accounted for on a net basis, as described in Note 3. For the 3 month period ended December 31, 2025, the Company has not recognized any tax credit as receivable due to uncertainty about the recoverability of the amounts.

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5. FINANCIAL INSTRUMENTS

Through its operations, the company is exposed to various financial risks. Including: Market risk, credit risk, and liquidity risk.

In common with all other businesses, the company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, polices and processes for managing those risks or the methods used to measure them from previous years unless otherwise stated in the note.

General Objectives, Policies and Processes:

The Board of Directors has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's finance function. The Board of Directors receives monthly reports through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility. Further details regarding these policies are set out below.

Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is comprised of interest rate risk and currency risk.

Interest Rate Risk:

Interest rate risk is the risk that the value of or cash flows from a financial instrument, and consequently net income (loss), might be adversely affected by a change in the interest rates. The company is exposed to interest rate risk through its promissary notes and amounts outstanding to shareholder.

Currency Risk:

Currency risk is the risk to the company's earnings that arise from fluctuations of foreign exchange rates and the degree of volatility of those rates. The Company is exposed to foreign currency exchange risk on cash and accounts payable and accrued liabilities. Had the currency rate been +/- 5% higher/lower at December 31, 2025, the resulting change to the net loss would have been \$25,365.43. (December 31, 2024: \$49,826).

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5. FINANCIAL INSTRUMENTS *(continued)*

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash. The Company limits exposure to credit risk by maintaining its cash with large financial institutions. The Company's credit risk is also attributable to its receivables. The amounts disclosed in the balance sheet are net of allowances for bad debts, estimated by the Company's management based on prior experience and their assessment of the current economic environment. The Company believes the credit risk of its receivables is limited due to the fact that the amounts owing, for which no allowance for bad debts was recorded, consists of goods and services taxes receivable from the Government of Canada and grants receivable from government agencies.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by maintaining adequate cash and restricted cash balances. The Company continuously monitors both actual and forecasted cash flows and matches the maturity profile of financial assets and liabilities.

As at December 31, 2025, the Company has current assets of \$18,248 (December 2024 - \$776,320) to settle current liabilities due in twelve months or less of \$3,623,027 (December 2024 - \$4,793,653).

Determination of Fair Value:

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The consolidated balance sheet carrying amounts for cash, accounts receivable, accounts payable and accrued liabilities and short term debt approximate fair value due to their short-term nature. Due to the use of subjective judgments and uncertainties in the determination of fair values these values should not be interpreted as being realizable in an immediate settlement of the financial instruments.

	December 31, 2025		September 30, 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
Cash and cash equivalents	\$ 4,163	\$ 4,163	\$ 2,102	\$ 2,102
Goods and services tax recoverable	6,783	6,783	77,743	77,743
Accounts payable and accrued liabilities	(959,244)	(959,244)	(1,042,203)	(1,042,203)
Government remittances payable	(31,508)	(31,508)	(103,953)	(103,953)
Promissory note	(2,527,700)	(2,527,700)	(2,495,059)	(2,495,059)
Due to shareholder	(105,542)	(105,542)	(344,851)	(344,851)
	\$ (3,613,048)	\$ (3,613,048)	\$ (3,906,221)	\$ (3,906,221)

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6. HIERACHY OF FINANCIAL INSTRUMENTS

	Level 1	Level 2	Level 3	Total
<u>December 31, 2025</u>				
Cash	\$ 4,163	\$ -	\$ -	\$ 4,163
Government remittances payable	(31,508)	-	-	(31,508)
Goods and service tax recoverable	6,783	-	-	6,783
Accounts payable and accrued liabilities	(959,244)	-	-	(959,244)
Promissary note	-	(2,527,700)	-	(2,527,700)
Due to shareholder	-	(105,542)	-	(105,542)
	<u>(979,806)</u>	<u>(2,633,242)</u>	<u>-</u>	<u>(3,613,048)</u>
<u>September 30, 2025</u>				
Cash	2,102	-	-	2,102
Government remittances payable	(103,953)	-	-	(103,953)
Goods and service tax recoverabl	77,743	-	-	77,743
Accounts payable and accrued liabilities	(1,042,203)	-	-	(1,042,203)
Promissary note	-	(2,495,059)	-	(2,495,059)
Due to shareholder	-	(344,851)	-	(344,851)
	<u>(1,066,311)</u>	<u>(2,839,910)</u>	<u>-</u>	<u>(3,906,221)</u>
	<u>\$ (2,046,117)</u>	<u>\$ (5,473,152)</u>	<u>\$ -</u>	<u>\$ (7,519,269)</u>

7. PATENTS AND RESEARCH EXPENSES

During the year ended September 30, 2025, the Company incurred costs related to patents and research expenses. At year end, it was difficult to determine the extent of future benefits to be derived from these costs. As a result, costs related to development have been expensed in these financial statements. Future patent costs may be capitalized if future recoverability is readily estimable.

During the year, the Company negotiated a reduction of previous balances owing to a vendor in the amount of \$315,139. This was recorded as a reduction of current year research fees. The Company intends on spending this money on future research activities within Canada.

8. DUE TO SHAREHOLDER

The amount reflected as due to shareholder consists of a demand promissory note payable to the chief executive of the company.

During the three month period ended December 31, 2025, interest expense of \$3,636 (December 2024 - \$1,032) has been recorded as a result of this loan.

The promissary note carries interest at a fixed rate of 7% per annum paid (or accrued). The consolidated principal together with any accrued interest will become due and will be paid in full on demand so long as such payment does not reduce the Company's ability to complete its product development work plan for any given twelve month period from the date of repayment.

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9. SHARE CAPITAL

Authorized:
 Unlimited Common voting shares

	2026	# of shares
Issued and fully paid common shares:		
Balance October 1, 2024	64,650,633	\$ 18,252,695
Shares issued	1,455,733	2,093,940
Balance, September 30, 2025	66,106,366	20,346,635
Shares issued	826,731	1,062,300
	-	
Balance December 31, 2025	66,933,097	\$ 21,408,935

During the period ended December 31, 2025, the Company closed a private placement of 250,000 common shares priced at \$1.85 per common share for proceeds of \$462,500.

The company also issued a private placement offering of 576,923 common shares priced at \$1.04 for proceeds of \$600,000.

The Company has a discretionary stock option plan under which the Company may grant options to its directors, officers, employees and consultants. The option plan is a rolling plan whereby the maximum number of common shares that may be reserved for issuance under the plan is a rolling amount fixed at 10% of the issued and outstanding common shares of the Company from time to time where no one Optionee has shares reserved for issuance in excess of 5% of the outstanding number of shares in any twelve month period. The options granted under the plan are valid for a period not to exceed ten years from the date of their grant and may be subject to certain vesting conditions as determined by the Board of Directors. The options are exercisable at the price determined by the Company which must not be less than the last closing price of the listed shares of the Company before the date of their grant, less any applicable discount.

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9. SHARE CAPITAL *(continued)*

	Number of Options at Oct. 1, 2024	Options exercised	Options expired	Options issued	Options remaining at Sep. 30, 2025
	3,740,000	337,500	262,500	625,000	3,765,000
Weighted average exercise price	\$1.54	\$-	\$-	\$1.94	\$1.64

Expiry Date	Exercise Price	Vesting Period	Number of options at Oct. 1, 2025	Options exercised	Options expired	Options issued	Options remaining at Dec. 31, 2025
May-2028	\$0.78	Fully vested	1,000,000	-	-	-	1,000,000
Jun-2030	\$1.48	Fully vested	880,000	-	-	-	880,000
Dec-2026	\$3.00	Fully vested	100,000	-	-	-	100,000
Dec-2032	\$3.00	Fully vested	635,000	-	-	-	635,000
Dec-2033	\$1.50	Fully vested	400,000	-	-	-	400,000
Feb-2029	\$1.50	Fully vested	150,000	-	-	-	150,000
Feb-2029	\$1.50	Fully vested	25,000	-	-	-	25,000
Aug-2034	\$1.55	Fully vested	100,000	-	-	-	100,000
Oct-2027	\$2.05	Fully vested	100,000	-	-	-	100,000
Dec-2029	\$1.85	Fully vested	125,000	-	-	-	125,000
Sep-2032	\$1.70	Fully vested	250,000	-	-	-	250,000
Nov-2032	\$1.25	Fully vested	-	-	-	50,000	50,000
Nov-2032	\$1.25	Fully vested	-	-	-	100,000	100,000
Nov-2030	\$1.25	Fully vested	-	-	-	200,000	200,000
Nov-2028	\$1.70	Fully vested	-	-	-	100,000	100,000
Nov-2035	\$1.70	Fully vested	-	-	-	250,000	250,000
Nov-2035	\$-		-	-	-	250,000	250,000
Nov-2035	\$1.70	Fully vested	-	-	-	250,000	250,000
Nov-2032	\$1.25	Fully vested	-	-	-	100,000	100,000
Nov-2035	\$1.25	Fully vested	-	-	-	100,000	100,000
			3,765,000	-	-	1,400,000	5,165,000
Weighted average exercise price			\$1.64	\$-	\$-	\$9.28	\$2.08

All issued options at September 30, 2025 were fully vested and were exercisable.

1,400,000 of the options issued in November 2025 are vested immediately.

Stock-based compensation

1,400,000 of the stock options issued December 31, 2025, are exercisable into a common share of the company for a period ten years. The total compensation expense, as calculated using the Black-Scholes option pricing model, for the stock options granted was \$779,654.21 (2024 - \$56,968). The expense relating to the issuance of these options is recorded in the Statement of Loss with an offsetting increase to contributed surplus.

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9. SHARE CAPITAL *(continued)*

The fair value of 1,400,000 options that have vested during the period ended December 31, 2025 are estimated on the date of grant using the Black-Scholes Option Pricing Model, with the following weighted average assumptions:

	December 31, 2025
Risk free interest rate	2.25-3.25%
Expected dividend yield	NIL
Expected stock price volatility	45.95 - 63.46%
Expected option life in years	3 years - 10 years
Option exercise price	\$1.25-\$1.7
Fair value of options granted	\$0.27 - \$0.70

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Change in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

	Number of Warrants	Book Value	Expiry date
Balance September 30, 2024	-	-	
Granted	4,062,500	2,694,619	September 2029
Exercised	-	-	
Expired	-	-	
Balance September 30, 2025	4,062,500	2,694,619	September 2029
Granted	-	-	-
Exercised	-	-	-
Expired	-	-	-
Balance December 31, 2025	4,062,500	2,694,619	September 2029

Number of Warrants	Exercise price	Expiration date
2,031,250	\$ -	September 2029
2,031,250	\$ 1.68	September 2029
4,062,500		

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10. RELATED PARTY TRANSACTIONS

	2025	2024
Key Management		
Compensation	\$ 37,500	\$ 37,500
Interest accrued on note payable	3,636	1,032
	\$ 41,136	\$ 38,532

The CEO, several principal scientists and directors have significant share holdings at this time that align their interests with those of all shareholders. Due to the Corporation's early stage of development and small size of the Corporation's management team and board, the Board's Nominating and Compensation Committee has maintained the Corporation's recent practice of not compensating executives or board members, other than those noted in notes 9 and 11. As this compensation is not readily measurable, these expenses and the related services revenue have not been recorded. For the period ended December 31, 2025 there have been no such transactions, nor were there for the comparative period in the previous fiscal year.

Options granted to related parties have been disclosed in note 12.

Included in accounts payable and accrued liabilities is \$NIL (September 30, 2025 - \$27,228) owed to key management for the transactions described above.

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11. EXECUTIVE COMPENSATION

COMPENSATION OF NAMED EXECUTIVE OFFICERS

Richard Muruve served as Chief Executive Officer of the Company, Andrew Bishop served as Chief Financial Officer of the Company and Daniel Muruve served as Chief Science Officer of the Company throughout the reporting period (the “Named Executive Officers”). The following table provides a summary of the compensation earned by the Named Executive Officers during the reporting period and in the same period of the preceding two financial years, as applicable.

Summary Compensation

<u>Name and principle position</u>	<u>October 1 to December 31</u>	<u>Compensation</u>			<u>Long-Term Compensation</u>
		<u>Salary</u>	<u>Bonus</u>	<u>Other annual compensation</u>	<u>Securities under options granted</u>
Richard Muruve <i>Chief Executive Officer</i>	2025	\$37,500	\$NIL	\$NIL	NIL
	2024	\$37,500	\$NIL	\$NIL	NIL
	2023	\$37,500	\$NIL	\$NIL	NIL
Andrew Bishop <i>Chief Financial Officer</i>	2025	\$NIL	\$NIL	\$NIL	NIL
	2024	\$NIL	\$NIL	\$NIL	NIL
	2023	\$NIL	\$NIL	\$NIL	NIL
Daniel Muruve <i>Chief Science Officer</i>	2025	\$NIL	\$NIL	\$NIL	NIL
	2024	\$NIL	\$NIL	\$NIL	NIL
	2023	\$NIL	\$NIL	\$NIL	NIL

(continues)

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11. EXECUTIVE COMPENSATION *(continued)*

Options

During the period ended December 31, 2025 no stock options were granted to the Named Executive Officers and no options were repriced during the reporting period, nor were any options exercised by the Directors. The following table sets out the value of unexercised incentive stock options, if any, as at December 31, 2025.

Named Executive Officers	Securities acquired on exercise	Aggregate value realized	Unexercised options as at December 31, 2025 Exercisable/Unexercisable	Value of unexercised in-the-money options at December 31, 2025 Exercisable/Unexercisable
Richard Muruve <i>Chief Executive Officer</i>	NIL	N/A	975,000/0	\$121,000/NIL
Andrew Bishop <i>Chief Financial Officer</i>	NIL	N/A	1,025,000/0	\$99,000/NIL
Daniel Muruve <i>Chief Science Officer</i>	NIL	N/A	750,000/0	\$88,000/NIL

COMPENSATION OF DIRECTORS

Due to the Company's early stage of development and small size of the board, the Board's Nominating and Compensation Committee has maintained the Corporation's recent practice of not compensating board members, other than the share based payments noted in Note 9. As Andrew Bishop and Richard Muruve also serve as directors, their positions include compensation received for services in both executive and director capacities.

Options

During the period ended December 31, 2025 no stock options were granted to the Directors and no options were repriced during the reporting period, nor were any options exercised by the Directors. The following table sets out the value of unexercised incentive stock options, if any, as at December 31, 2025.

Director	Securities acquired on exercise	Aggregate value realized	Unexercised options as at December 31, 2025 Exercisable/Unexercisable	Value of unexercised in-the-money options at December 31, 2025 Exercisable/Unexercisable
Claude Allary	NIL	N/A	350,000/0	\$44,000/NIL
Richard Rossman	NIL	N/A	250,000/0	\$44,000/NIL

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12. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to maintain a strong capital base in order to:

1. Advance the Company's corporate strategies to create long-term value for its stakeholders;
2. Ensure compliance with the covenants of any applicable credit facility and other financing facilities used from time to time.

The Company monitors its capital and capital structure on an ongoing basis to ensure it is sufficient to achieve the Company's short-term and long-term strategic objectives. Management primarily funds the Company's operations and product development by issuing share capital, rather than using other capital sources that require fixed cash repayments of principal and interest. The Company closely watches its cash balances. The balance of current assets as at December 31, 2025 was \$45,851 (December 31, 2024: - \$776,320). There are presently no formal capital requirements with which the Company has not complied.

Additional capital resources consist of the following:

- Promissory notes - \$2,527,700 (September 30, 2025 - \$2,495,059)
- Share Capital - \$21,408,935 (September 30, 2025 - \$20,346,635)

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is appropriate. There were no changes in the Company's approach to capital management during the period ended December 31, 2025.

13. PROMISSORY NOTE

On April 6, 2021 the Company entered into a short-term financing agreement with an arm's length party. The note carries interest at 10% per annum. The purpose of the note is to reduce accounts payable until amounts are received from the Innovation, Science, and Economic Development Canada contribution. During the year ended September 30, 2024, the maturity date was extended to September 30, 2025 and the principal amount was increased by \$50,000. During the year ended September 30, 2025, interest expense in the amount of \$105,000 was incurred in relation to this note. At September 30, 2025, the balance of short-term, debt consists of the principal of this note in the amount of \$1,050,000 and the accrued interest on this note in the amount of \$379,300

On March 22, 2023, the Company issued a promissory note to pay vendors for work performed under the National Research Council of Canada Research Assistance Program project. The original note amounted to \$1,500,000 and bore interest at 15% per annum. On May 11, 2023, the Company repaid \$1,000,000 of the note, reducing the outstanding principal to \$500,000. The remaining principal continues to bear interest at 15% per annum. During the year ended September 30, 2025, interest expense of \$75,000 was recorded in relation to the outstanding balance. Interest payable of \$228,052 has been accrued and presented together with the promissory note on the Consolidated Statement of Financial Position. The promissory note's maturity date was extended from September 30, 2024 to September 30, 2025.

On April 17, 2024, the company issued a new \$300,000 promissory note to an arm's length party. During the year ended September 30, 2025, interest expense of \$45,000 was recorded in relation to the outstanding balance. Interest payable of \$70,348 has been accrued and presented together with the promissory note on the Consolidated Statement of Financial Position. This note matures on September 30, 2025.

Subsequent to year end, the above three promissory notes have been consolidated on October 1, 2025 into on promissory note of \$1,850,000 at an interest rate of 7% per annum.

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14. SEGMENT REPORTING

The Company is engaged in the development of innovative technologies that have the potential to make a significant medical or commercial impact. Each subsidiary is an operating segment, however, for segment reporting purposes, the Company and its subsidiaries are considered one reporting segment as all activity is effectively in the same line of business. All grant revenues were generated in Canada.

15. NRC IRAP FUNDING

On March 23, 2023, the Company announced that it is receiving advisory services and up to \$4,000,000 in funding for the National Research Council of Canada Industrial Research Assistance Program ("NRC IRAP") to support the research and development of the LSALT Peptide (Metablok) program. LSALT Peptide is the Company's lead drug candidate for treating acute inflammation injury in the lungs, kidneys and liver.

Eligible expenses of \$2,551,717 was claimed and received under this program during the year ended September 30, 2023. \$1,570,712 was recognized as revenue in the year ended September 30, 2023. \$981,004 was deferred to the following year.

Eligible expenses of \$2,576,239 was claimed under this program during the year ended September 30, 2024, with \$416,173 received and \$724,673 receivable as of September 30, 2024. The revenue deferred from the prior year was applied to the current year claims. \$2,121,850 was recognized as revenue in the year ended September 30, 2024.

During the year ended September 30, 2025, a total amount of \$882,752 including the final claim of \$601,655 was received by the company, and an amount of \$158,079 was recognized in revenue. There are no further amounts to claim, receive or recognize as revenue in the future.
