VENCANNA VENTURES INC.
(formerly Top Strike Resources Corp.)
Consolidated Financial Statements
(Audited)
Years ended April 30, 2024 and 2023
(Expressed in U.S. Dollars)

Independent Auditor's Report

To the Shareholders of Vencanna Ventures Inc.:

Opinion

We have audited the consolidated financial statements of Vencanna Ventures Inc. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at April 30, 2024 and April 30, 2023, and the consolidated statements of loss and other comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and notes to the consolidated financial statements, including 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 April 30, 2024 and April 30, 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits 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 the ethical requirements that are relevant to our audits 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss during the year ended April 30, 2024 and, as of that date, the Company had a working capital deficiency and an accumulated deficit. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Emphasis of Matter - Restatement of April 30, 2023 Financial Statements and Change in Presentation Currency

We draw attention to Note 24 to the consolidated financial statements, which explains that certain comparative information presented:

- for the year ended April 30, 2023 has been restated; and
- as at May 1, 2022 has been derived from the statement of financial position as at April 30, 2022 (not presented herein).

Our opinion is not modified in respect of these matters.

Key Audit Matters

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

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Control assessment of certain New Jersey entities

Key Audit Matter Description

As described in Note 2c) of the consolidated financial statements, during the year ended April 30, 2022, the Company entered into limited liability operating agreements in order to form three New Jersey entities: TGC New Jersey LLC, CGT New Jersey LLC, and October Gold LLC ("NJ entities"). The purpose of these agreements were to enter into the New Jersey recreational cannabis market via acquiring cultivation, manufacturing, retail, and other relevant licenses in order to grow and sell cannabis.

During the prior periods, management determined that the Company met the definition of an investment entity and no consolidation of the entities was required. During the year ended April 30, 2024, the management reassessed its conclusion and determined that the Company did not meet the definition of an investment entity and full consolidation was required. These investments were consolidated on the basis of control in accordance with IFRS 10, Consolidated Financial Statements. Insiders within Vencanna hold a significant portion of equity within the entities and have the ability to direct the principal activities of those entities. As at year-end 2024, the entities have not yet acquired all relevant licenses in order to become operational.

We considered this to be a key audit matter due to the significant judgment required by management in determining whether the Company controls these entities. This in turn led to a high degree of auditor subjectivity, judgment and effort in performing procedures relating to the control assessment. The key considerations used in management’s control assessment included the significant ownership interests held by the Company's officers and Directors in the entities and presence of operating agreements.

Audit Response

We responded to this matter by performing audit procedures relating to the New Jersey entities. Our audit work in relation to this included, but was not restricted to, the following:

- We reviewed the limited liability operating agreements to obtain an understanding of the key terms and conditions to identify the necessary accounting considerations and identification of control characteristics.
- We evaluated the Company's control assessment and the various assumptions made in order to reach their conclusion.
- We performed an analysis of control based on review of the operating agreements and discussions with management.
- We assessed the adequacy of the Company's disclosure around its control in the entities and restatement note included in the financial statements.

Acquisition of Cannavative Group LLC

Key Audit Matter Description

As described in Note 10, during the year ended April 30, 2024, the Company acquired all membership units from The Cannavative Group ("CVG"). CVG operates in Reno, Nevada cultivating and manufacturing cannabis and cannabis products for recreational use.

Auditing the acquisition was complex due to the subjective nature of estimating the fair values of identified assets and liabilities and consideration paid as at the date of the acquisition, including assessing the methodologies and assumptions used within the calculation.

Changes to the significant assumptions could have a significant impact on the fair value of acquired assets and liabilities and consideration paid. Accordingly, we considered this to be a key audit matter.

Audit Response

We responded to this matter by performing audit procedures in relation to the estimated fair value of assets and liabilities, and consideration exchanged. Our audit work in relation to this included, but was not restricted to, the following:

- We reviewed the purchase agreements to obtain an understanding of the key terms and conditions to identify the necessary accounting considerations and identification of assets, liabilities, and equity acquired.
- With the assistance of our valuation specialists, we evaluated the Company’s model valuation methodology and the various inputs utilized, including the consideration paid
- We evaluated management’s process for developing the fair value estimates, evaluated the model for determining costs to sell, undertook sensitivity analysis, tested the completeness, accuracy and relevance of the underlying data used in the calculation, evaluated the significant assumptions used by management in determining the stage of growth of cannabis, harvest costs, processing costs, sales prices and expected yields. We undertook physical observation of the growing cannabis at year end, as well as examined source documentation for sales transactions subsequent to year end and harvest documentation and data with respect to yields.
- We involved internal and external valuation professionals with specialized skills and knowledge, who assisted in the assessing the appropriateness of the fixed assets valuation methodologies utilized and the reasonableness of valuation assumptions applied.
- We tested the reasonableness of key assumptions used by management, including forecasted revenues and operating costs, by comparing the available third party published economic data and historical trends, as applicable.
- We assessed the adequacy of the Company’s disclosure included in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits 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. 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 International Financial Reporting Standards, 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.

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 audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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 consolidated 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 Elena Ruttan.

Calgary, Alberta

MNP LLP

November 25, 2024

Chartered Professional Accountants

MNP

VENCANNA VENTURES INC.
(formerly Top Strike Resources Corp.)
Consolidated Statements of Financial Position as at April 30, 2024 and 2023, and May 1, 2022
(Expressed in U.S. Dollars)

As at	Notes		April 30, 2024		April 30, 2023 (Restated) (Note 24)		May 1, 2022 (Restated) (Note 24)
ASSETS							
Current Assets							
Cash and cash equivalents		**$**	**2,554,578**	$	3,818,096	$	5,173,192
Accounts receivable	6		**862,552**		-		-
Notes receivable	7		-		2,738,975		2,390,148
Inventory	9		**992,379**		-		-
Biological assets	10		**29,711**		-		-
Other receivables			**9,932**		9,087		8,625
Prepaid expenses	8		**261,335**		22,855		13,183
			4,710,487		6,589,013		7,585,148
Non-Current Assets							
Deposits	8		**297,457**		51,844		1,947
Property and equipment	11		**5,801,169**		2,252		3,112
Intangible assets	12		**524,000**		-		-
Goodwill	10		**226,327**		-		-
TOTAL ASSETS		**$**	**11,559,440**	$	6,643,109	$	7,590,207
LIABILITIES							
Current Liabilities							
Accounts payable and accrued liabilities	13	**$**	**2,215,632**	$	393,367	$	259,140
Lease liabilities – current portion	15		**508,388**		-		-
			2,724,020		393,367		259,140
Non-Current Liabilities							
Lease liabilities	15		**2,205,630**		-		-
Contingent consideration from acquisition	5		**90,000**		-		-
Deferred tax liability	5, 25		**46,000**		-		--
Loan	14		-		20,637		21,790
Convertible debenture	16		-		1,662,977		1,676,435
TOTAL LIABILITIES			**5,065,650**		2,076,981		1,957,365
SHAREHOLDERS' EQUITY							
Vencanna Ventures Inc. share capital			**19,804,026**		17,215,302		17,216,054
Warrant reserve			**41,445**		3,454,969		3,454,969
Treasury stock			-		-		(752)
Contributed surplus			**4,890,031**		1,435,062		1,435,062
Accumulated other comprehensive income (loss)			**(137,840)**		(131,579)		158,315
Accumulated deficit			**(17,106,131)**		(16,858,526)		(16,555,806)
Equity attributed to shareholders of Vencanna Ventures Inc.			**7,491,531**		5,115,228		5,707,842
Non-controlling interest			**(997,741)**		(549,100)		(75,000)
TOTAL SHAREHOLDERS' EQUITY			**6,493,790**		4,566,128		5,632,842
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$**	**11,559,440**	$	6,643,109	$	7,590,207

Nature of operations and going concern – Note 1

Approved on behalf of the Board of Directors on November 25, 2024:

"W. S. McGregor" Director *"J. Sharun"* Director

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

VENCANNA VENTURES INC.
(formerly Top Strike Resources Corp.)
Consolidated Statements of Loss and Comprehensive Loss for the Years Ended April 30, 2024 and 2023
(Expressed in U.S. Dollars)

	Notes		April 30, 2024		April 30, 2023 (Restated) (Note 24)
EXPENSES					
Amortization and depreciation	11	**$**	**92,447**	$	710
Consulting fees			**4,950**		60,000
Corporate communication			**26,691**		38,486
Development and licences			**2,000**		64,700
Interest and bank charges			**157,904**		148,815
Interest and accretion on leases	15		**173,244**		-
Office and miscellaneous			**87,856**		21,137
Professional fees			**291,354**		181,559
Salaries, benefits and bonuses			**421,175**		678,110
Travel, meals and entertainment			**26,392**		45,835
			(1,284,013)		(1,239,352)
OTHER INCOME AND (EXPENSES)					
Interest income	18		**396,744**		372,402
Change in fair value of convertible debenture	16		**334,958**		(103,179)
Gain on settlement of convertible debenture	16		**9,662**		-
Transaction expense	5		**(55,078)**		
Write off of note receivable	7		**(64,599)**		-
Foreign exchange			**(33,920)**		193,309
			587,767		462,532
Net loss			**(696,246)**		**(776,820)**
Net loss attributed to:					
Vencanna Ventures Inc.			**(247,605)**		(302,720)
Non-controlling interest	17		**(448,641)**		(474,100)
			(696,246)		(776,820)
Other comprehensive loss					
Foreign exchange			**(6,261)**		(289,894)
Other comprehensive loss attributed to:					
Vencanna Ventures Inc.			**(6,261)**		(289,894)
Non-controlling interest			**-**		-
			(6,261)		(289,894)
Total comprehensive loss attributable to:					
Vencanna Ventures Inc.			**(253,866)**		(592,614)
Non-controlling interest	17		**(448,641)**		(474,100)
Total comprehensive loss		**$**	**(702,507)**	$	(1,066,714)
Net loss per common share:					
Basic and diluted		**$**	**(0.00)**	$	(0.00)
Weighted average number of common shares outstanding:					
Basic and diluted			**181,283,390**		181,283,390

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

VENCANNA VENTURES INC.
(formerly Top Strike Resources Corp.)
Consolidated statements of Changes in Shareholders' Equity for the Years Ended April 30, 2024 and 2023
(Expressed in U.S Dollars)

	Number of exchangeable shares	Number of common shares	Share capital	Warrant reserve	Treasury stock	Contributed surplus	Accumulated other comprehensive income (loss)	Accumulated deficit	Non-controlling interest	Total shareholders' equity
Balance, May 1, 2022 - Restated (Note 24)	**-**	**181,283,390**	**$ 17,216,054**	**$ 3,454,969**	**$ (752)**	**$ 1,435,062**	**$ 158,315**	**$ (16,555,806)**	**$ (75,000)**	**$ 5,632,842**
Shares in treasury - NCIB	-	-	(752)	-	752	-	-	-	-	-
Foreign exchange	-	-	-	-	-	-	(289,894)	-	-	(289,894)
Net loss for the year	-	-	-	-	-	-	-	(302,720)	(474,100)	(776,820)
Balance, April 30, 2023	**-**	**181,283,390**	**17,215,302**	**3,454,969**	**-**	**1,435,062**	**(131,579)**	**(16,858,526)**	**(549,100)**	**4,566,128**
Expiration of warrants (Note 17)	-	-	-	(3,454,969)	-	3,454,969	-	-	-	-
Conversion of debt (Note 16)		41,361,562	1,774,310	24,918	-	-	-	-	-	1,799,228
Acquisition of Cannavative (Note 5)	52,189,144	-	759,336	16,527	-	-	-	-	-	775,863
Transaction expense (Note 5)	3,785,460	-	55,078	-	-	-	-	-	-	55,078
Foreign exchange	-	-	-	-	-	-	(6,261)	-	-	(6,261)
Net loss for the year	-	-	-	-	-	-	-	(247,605)	(448,641)	(696,246)
Balance at April 30, 2024	**55,974,604**	**222,644,952**	**$ 19,804,026**	**$ 41,445**	**$ -**	**$ 4,890,031**	**$ (137,840)**	**$ (17,106,131)**	**$ (997,741)**	**$ 6,493,790**

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

VENCANNA VENTURES INC.
(formerly Top Strike Resources Corp.)
Consolidated Statements of Cash Flows for the Years Ended April 30, 2024 and 2023
(Expressed in U.S. Dollars)

		April 30, 2024		April 30, 2023 (Restated) (Note 24)
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss for the year	**$**	**(696,246)**	$	(776,820)
Items not involving cash:				
Amortization and depreciation		**92,447**		710
Interest and accretion on lease liabilities		**173,244**		-
Change in fair value of convertible debt		**(334,958)**		103,179
Gain on settlement of conversion of debt		**(9,662)**		-
Write off of receivable		**64,599**		-
Shares issued for transaction expense		**55,078**		-
Foreign exchange		**42,315**		(142,862)
Prepaid expenses		**(75,631)**		(10,140)
Receivables		**(51,634)**		(937)
Deposits		**(247,457)**		(50,000)
Accounts payable and accrued liabilities		**222,176**		151,225
Net cash used in operating activities		**(765,729)**		(725,645)
CASH FLOWS FROM INVESTING ACTIVITIES				
Changes in non-cash working capital from notes receivable due to interest income		**(299,083)**		(320,289)
Notes receivable		**39,298**		(56,445)
Purchases of property and equipment		**(172,611)**		-
Cash from acquisition		**49,300**		-
Net cash used in investing activities		**(383,096)**		(376,734)
CASH FLOWS FROM FINANCNG ACTIVITIES				
Settlement of CEBA loan		**(20,729)**		-
Lease payments		**(72,777)**		-
Net cash used in financing activities		**(93,506)**		-
Foreign exchange differences of cash and cash equivalents		**(21,187)**		(252,717)
Change in cash during the year		**(1,263,518)**		(1,355,096)
Cash and cash equivalents, beginning of year		**3,818,096**		5,173,192
Cash and cash equivalents, end of year	**$**	**2,554,578**	$	3,818,096
Cash paid for interest	$	-	$	-
Cash paid for income taxes	$	-	$	-

During the year ended April 30, 2024, the Company had the following non-cash transactions affecting cash flows from investing and financing activities:

- The Company issued 52,189,144 exchangeable units for the acquisition of Cannavative (Note 5)
- The Company issued 3,785,460 exchangeable units associated to transaction costs for the acquisition of Cannavative (Note 5)
- The Company issued 41,361,562 units for the conversion of debt and accrued interest (Note 16).

During the year ended April 30, 2023, there were no non-cash transactions affecting cash flows from investing and financing activities.

1. Nature and Continuance of Operations

Vencanna Ventures Inc. (the "Company") is focused, though strategic investments, grass root developments, and acquisitions, on early-stage high-growth cannabis initiatives within U.S. state compliant jurisdictions. On April 30, 2024, the Company acquired The Cannavative Group LLC ("Cannavative") (Note 5). Cannavative is a licensed manufacturer and distributor of cannabis flower and extracted products in the state of Nevada.

The Company trades under the symbol "VENI" on the Canadian Securities Exchange. The Company's principal place of business is located in Calgary, Alberta. The address of the Company's head office is 4200 Bankers Hall West, 888-3rd Street, SW, Calgary, Alberta, T2P 5C5.

As at April 30, 2024, the Company had working capital of $1,986,467 and an accumulated deficit of $17,106,131 and for the years ended April 30, 2024 and April 30, 2023, the Company generated negative cashflows. However, while the Company has been successful in securing financing in the past, it will need to attain profitability from operations. There can be no assurance that the Company will be it will be able to secure financings or generate positive cashflows in the future. These factors indicate the existence of material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. These consolidated financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. These adjustments could be material.

2. Basis of Preparation

(a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB") in effect on May 1, 2023.

These consolidated financial statements were approved and authorized for issuance by the Board of Directors on November 25, 2024.

(b) Basis of Measurement

These consolidated financial statements have been prepared on a historical cost basis, except for the revaluation of certain financial assets and financial liabilities to fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cashflow information.

2. Basis of Preparation (Continued…)

(c) Basis of Consolidation

The consolidated financial statements include the financial statements of the Company and its controlled entities and subsidiaries. Subsidiaries are all entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases. All intercompany transactions and balances are eliminated on consolidation.

On April 20, 2022, the Company announced that it was assisting community groups in New Jersey in joint submissions of cannabis business applications. The applications were submitted by TGC New Jersey LLC ("TGC"), CGT New Jersey LLC ("CGT"), and October Gold LLC ("OG", collectively with TGC and CGT, the "NJ Entities"). The New Jersey Cannabis Regulatory Commission ("CRC") awarded TGC a Conditional Class 3 Annual Cultivation License, a Class 2 Annual Manufacturing License, and a Class 5 Conditional Retail License, and each of CGT and OG a Conditional Retail License. Insiders of the Company, including the CEO, VP Originations, and an independent director, are equity holders of TGC, CGT, and OG respectively. Due to the combination of insider ownership interest and the signing of operating agreements with the NJ Entities, the insiders of the Company have decision making power over the NJ Entities. Management has assessed the terms and conditions of the investments in the NJ Entities under IFRS 10 Consolidated Financial Statements and has established that control exists under the nature of the agreement and as such the Company has accounted for the investment in NJ Entities using the full consolidation method and has accounted for non-controlling interests in the statement of financial position and statement of loss and comprehensive loss.

These consolidated financial statements include the accounts of the Company and all of its fully consolidated subsidiaries, comprising:

Entity	Relationship	Incorporation location	Functional currency-
Vencanna Acquisition Inc.	Wholly owned subsidiary	Canada	Canadian dollar
The Cannavative Group LLC ("Cannavative")	Wholly owned subsidiary	USA	U.S. dollar
Cannavative Extracts, LLC ("CE")	Wholly owned subsidiary of Cannavative	USA	U.S. dollar
Cannavative Farms, LLC ("CF")	Wholly owned subsidiary of Cannavative	USA	U.S. dollar
TGC New Jersey LLC ("TGC")	Controlled entity	USA	U.S. dollar
CGT New Jersey LLC ("CGT")	Controlled entity	USA	U.S. dollar
October Gold LLC ("OG")	Controlled entity	USA	U.S. dollar

The Company does not hold any direct ownership interest in TGC, CGT, or OG, and as a result, has recorded a 100% non-controlling interest for these entities.

(d) Functional and presentation currency

These consolidated financial statements have been presented in U.S. dollars, which is a change in presentation currency from the Company's previously reported financial statements. (Note 24). The Company's functional currency, and that of Vencanna Acquisition Inc. is the Canadian dollar. The functional currency of the Company's other subsidiaries and controlled entities, namely Cannavative, CE, CF, TGC, CGT and OG is the U.S. dollar.

3. Material Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and have been applied consistently by the Company.

(a) Biological Assets

The Company's biological assets consist of cannabis plants. The Company capitalizes the direct and indirect costs incurred related to the biological transformation of the biological assets between the point of initial recognition and the point of harvest. The Company then measures the biological assets at fair value less costs to sell and complete up to the point of harvest, which becomes the basis for the cost of finished goods inventories after harvest. The effect of realized and unrealized gains or losses arising from changes in fair value less cost to sell during the year are included in the consolidated statements of loss and comprehensive loss.

(b) Inventory

Work in process and finished goods inventories are valued at the lower of cost or net realizable value. Harvested raw material cannabis inventories are transferred from biological assets at their fair value less cost to sell at harvest, which becomes the initial deemed cost. Any subsequent post-harvest costs are capitalized to inventory insofar as cost is less than net realizable value. Inventories for resale, in addition to supplies and consumables, are valued at the lower of cost or net realizable value, with standard costing used to determine cost.

Net realizable value is calculated as the estimated selling price in the ordinary course of business, less any estimated costs to complete and sell the goods. The cost of inventory includes expenditures incurred in acquiring raw materials, production and conversion costs, depreciation and other costs incurred in bringing inventory to its existing location and condition. The Company uses the standard costing method to track and cost inventory items. The Company maintains two categories of inventory: work in process and finished goods.

(c) Convertible Debentures

The Company issues convertible debentures from time to time as a means to raise operating capital. The contracts are first reviewed to determine whether the instruments meet the 'fixed-for-fixed' criterion and therefore whether the conversion feature may be separately classified as equity under IAS 32, in order to ensure the recognition is aligned with the underlying terms of the contract.

Depending on the terms and relevant conversion features of the instrument which determine whether the instrument meets the "fixed-for-fixed" criterion, the convertible debentures are either determined to be compound financial instruments with a host liability and an equity instrument bifurcated from the host, or a hybrid financial liability with a host liability and separate derivative liability. For compound financial instruments, the host liability would first be fair valued, with the residual amount allocated to the equity component, the host liability being subsequently re-measured at fair value at each reporting date. For hybrid financial liabilities, the fair value of the derivative liability is first determined with the residual allocated to the host liability. The derivative liability is subsequently measured at fair value at each reporting date with the host liability measured at amortized cost, unless the fair value option under IFRS 9 is used, in which case the entire instrument is measured at fair value through profit and loss at each reporting date. The Company has elected to use the fair value option a s permitted by IFRS 9 for its convertible debenture.

Interest Income

The Company records interest income on cash and equivalents, and notes receivable, in the period in which the interest is earned.

3. Material Accounting Policies (Continued…)

(d) Property and Equipment

Property and equipment are recorded at cost and depreciated over their estimated useful lives as follows:

Right-of-use assets	Term of the lease
Leasehold improvements	Shorter of the life of the improvement or the term of the lease
Computer equipment	30% declining balance
Equipment	20% declining balance20%
Vehicles	5 years

(e) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Development costs are capitalized only if the costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development to use or sell the asset.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. The amortization expense on intangible assets with finite lives is recognized in the statement of net loss and comprehensive loss in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit (“CGU”) level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

An intangible asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of net loss and comprehensive loss.

A summary of the policies applied to the Company’s intangible assets is, as follows:

Brand	Definite life	10 years
Licenses	Indefinite life	N/A

3. Material Accounting Policies (Continued…)

(f) Impairment of Non-Financial Assets

At the end of each reporting period, the Company reviews the carrying amounts of its long-lived assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). A cash generating unit ("CGU") is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows of other assets.

Recoverable amount is the higher of fair value less costs of disposal and value in use. Fair value less costs of disposal is determined to be the amount for which the asset could be sold in an arm's length transaction. 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 for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statements of Loss and Comprehensive Loss.

Where an impairment loss subsequently reverses for assets with a finite useful life, 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 Statements of Loss and Comprehensive Loss.

(g) Impairment of Goodwill and Indefinite Life Intangible Assets

Goodwill and indefinite life intangibles are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired.

Impairment is determined for goodwill and indefinite life intangibles by assessing if the carrying value of a CGU or group of CGUs, including the allocated goodwill, exceeds its recoverable amount determined as the greater of the estimated fair value less costs of disposal and the value-in-use. Impairment losses recognized in respect of a CGU or group of CGUs are first allocated to the carrying value of goodwill and indefinite life intangibles and any excess is allocated to the carrying amount of assets in the CGU. Any impairment loss is recognized in the Consolidated Statements of Loss and Comprehensive Loss in the period in which the impairment is identified. Impairment losses on goodwill are not subsequently reversed.

The Company considers Cannavative (including CE and CF), TGC, CGT, and OG as separate CGUs, resulting in 4 CGUs.

All of the Company's goodwill and intangible assets as at April 30, 2024 have been allocated to the Cannavative CGU.

3. Material Accounting Policies (Continued…)

(h) Leases

As a lessee, the Company recognizes a right-of-use asset and a lease liability at the commencement date of the lease. The right-of-use asset is initially measured at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, less any lease incentives received. The right-of-use asset is subsequently depreciated from the commencement date to the earlier of the end of the lease term, or the end of the useful life of the asset.

A lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date discounted by the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate. The lease liability is subsequently measured at amortized cost using the effective interest method.

The Company has elected not to recognize right-of-use assets and liabilities for short-term leases that have a term of 12 months or less and for low-value assets.

(i) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are reviewed at the end of each reporting period and adjusted to reflect management’s current best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

Provisions are reduced by actual expenditures for which the provision was originally recognized. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the liability. The accretion of the discount is charged to profit or loss.

(j) Government Grants

The Company receives grants periodically from different governmental incentive programs. Grants are recognized initially when there is reasonable assurance the grant or subsidy will be received and when the Company believes it is in compliance with the related conditions of the grant or subsidy. The financial aid received for expenditures incurred is recognized against the expenditure in the same accounting period in which the expenditures were incurred.

3. Material Accounting Policies (Continued…)

(k) Share Capital

The Company, from time to time, engages in equity financing transactions. These equity financing transactions may involve issuance of common shares or units. Units typically comprise a certain number of common shares and share purchase warrants. Depending on the terms and conditions of each equity financing transaction, the warrants are exercisable into additional common shares at a price prior to expiry as stipulated by the terms of the transaction. The Company values warrants attached to units using their relative fair value. The fair value of the common shares issued in private placements are determined by the closing quoted bid price on the closing date.

Common shares issued by the Company are classified as equity. Costs directly attributable to the issue of common shares, share purchase warrants and share options are recognized as a deduction from equity, net of any related income tax effects.

(l) Non-controlling Interest

Non-controlling interest in the Company's residual ownership interest in a controlled entity is classified as a separate component of equity. On initial recognition, non-controlling interest is measured at the fair value of the non-controlling entity's contribution into the related subsidiary. Subsequent to the original transaction date, adjustments are made to the carrying amount of non-controlling interest for the non-controlling interest's share of changes to the controlled entity's equity.

(n) Share-Based-Compensation

The share option plan allows Company employees and consultants to acquire shares of the Company. The fair value of share options granted is recognized as a share-based compensation expense with a corresponding increase in the equity settled share-based payments reserve in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

For employees the fair value is measured at grant date and each tranche is recognized on a straight-line basis over the period during which the share options vest. The fair value of the share options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the share options were granted.

At the end of each reporting period, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

Equity-settled share-based payment transactions with non-employees are measured at the fair value of the goods or services received. However, if the fair value cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or the services.

3. Material Accounting Policies (Continued…)

(o) Income (Loss) Per Share

Basic income (loss) per share is computed by dividing loss available to common shareholders by the weighted average number of common shares outstanding during the period. The computation of diluted income (loss) per share assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on loss per share. The dilutive effect of convertible securities is reflected in dilutive earnings per share by application of the "if converted" method. The dilutive effect of outstanding options and warrants and their equivalents is reflected in diluted income (loss) per share. As at April 30, 2024 and 2023, the Company had no dilutive instruments, as it was in a loss position.

(p) Business Combinations and Goodwill

Acquisitions of business are accounted for using the acquisition method. The consideration of each business combination is measured, at the date of the exchange, as the aggregate of the fair value of assets given, liabilities incurred or assumed and equity instruments issued by the Company to the former owners of the acquiree in exchange for control of the acquiree. Acquisition-related costs incurred for the business combination are expensed. The acquiree's identifiable assets, liabilities and contingent liabilities are recognized at their fair value at the acquisition date.

Contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Management exercises judgment in estimating the probability and timing of when contingent securities are expected to be issued which is used as the basis for estimating fair value.

Goodwill arising on acquisition is recognized as an asset and initially measured at cost, being the excess of the consideration of the acquisition over the Company's interest in the fair value of the net identifiable assets, liabilities and contingent liabilities recognized. If the Company's interest in the fair value of the acquiree's net identifiable assets, liabilities and contingent liabilities exceeds the cost of the acquisition, the excess is recognized in profit or loss immediately. Goodwill may also arise as a result of the requirement under IFRS to record a deferred tax liability on the excess of the fair value of the acquired assets over their correspondence tax bases, with the corresponding offset recorded as goodwill.

3. Material Accounting Policies (Continued…)

(q) Income Taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable in respect of previous years.

Deferred tax is recognized providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(r) Foreign Currency Translation

The functional currency for each of the Company's subsidiaries and associates is the currency of the primary economic environment in which the entity operates. Transactions in foreign currencies are translated to the functional currency of the entity at the exchange rate in existence at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the statement of financial position date are retranslated at the period end date exchange rates. Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items at year-end exchange rates are recognized as a foreign exchange gain (loss) in the consolidated statement of loss. Non-monetary items which are measured using historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Operations with a functional currency different from the presentation currency, are translated from their functional currencies into U.S. dollars on consolidation as follows:

i. Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of the statement of financial position;
ii. Income and expenses for each statement of comprehensive income (loss) are translated at an average exchange rate (unless this rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
iii. Equity items are valued at the date of the transaction.
iv. All resulting exchange differences are recognized in other comprehensive income as cumulative translation adjustments.

3. Material Accounting Policies (Continued…)

(s) Financial Instruments

Recognition

The Company recognizes a financial asset or financial liability on the statement of financial position when it becomes party to the contractual provisions of the financial instrument. Financial assets are initially measured at fair value, and are derecognized either when the Company has transferred substantially all the risks and rewards of ownership of the financial asset, or when cash flows expire. Financial liabilities are initially measured at fair value and are derecognized when the obligation specified in the contract is discharged, cancelled or expired.

A write-off of a financial asset (or a portion thereof) constitutes a derecognition event. Write-off occurs when the Company has no reasonable expectations of recovering the contractual cash flows on a financial asset.

Classification and Measurement

The Company determines the classification of its financial instruments at initial recognition. Financial assets and financial liabilities are classified according to the following measurement categories:

i. those to be measured subsequently at fair value, either through profit or loss (“FVTPL”) or through other comprehensive income (“FVTOCI”); and,
ii. those to be measured subsequently at amortized cost.

The classification and measurement of financial assets after initial recognition at fair value depends on the business model for managing the financial asset and the contractual terms of the cash flows. Financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding, are generally measured at amortized cost at each subsequent reporting period. All other financial assets are measured at their fair values at each subsequent reporting period, with any changes recorded through profit or loss or through other comprehensive income (which designation is made as an irrevocable election at the time of recognition).

The classification and measurement bases of the Company’s financial instruments are as follows:

Financial Instrument	Classification
Cash and cash equivalents	FVTPL
Accounts receivable	Amortized cost
Note receivable	Amortized cost
Other receivable	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Loan	Amortized cost
Contingent consideration from acquisition	FVTPL
Convertible debenture	FVTPL

After initial recognition at fair value, financial liabilities are classified and measured at either:

i. amortized cost;
ii. FVTPL.

3. Material Accounting Policies (Continued…)

(s) Financial Instruments (Continued…)

Impairment of Financial Assets at Amortized Cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

i) Financial Assets

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.

ii) Financial Liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expired. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

Transaction costs that are directly attributable to the acquisition or issuance of a financial asset or financial liability classified as subsequently measured at amortized cost are included in the fair value of the instrument on initial recognition. Transaction costs for financial assets and financial liabilities classified at fair value through profit or loss are expensed in profit or loss.

3. Material Accounting Policies (Continued…)

(s) Financial Instruments (continued…)

The Company determines the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

(t) Accounting Standards Issued But Not Yet Effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

The amendments to paragraph 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current is based on rights that are in existence at the end of the reporting period. The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively.

The Company does not anticipate significant impact upon adoption of this amendment.

4. Significant Accounting Judgement, Estimates and Assumptions

The preparation of the Company's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(a) Critical judgements in applying accounting policies

i) The Company considers that it has control and decision making power over TGC, CGT, and OC , by virtue of the Company fully funding the operations of NJ Entities and having insiders of the Company, including the CEO, VP Originations, and director ("Insiders") as equity holders of TGC, CGT, and OC respectively. As a result, the Company has decision making power of the NJ Entities, even though the Company does not own any of the voting rights or securities of these entities. The Company evaluates all relevant facts and circumstances in assessing whether it has power over the NJ Entities, a key determinant of control. In addition, the Company assesses its exposure, or rights, to variable returns and its ability to use its power over the NJ Entities to affect the amount of its returns. Judgment is required to determine whether the Company has the right to make decisions that control the relevant activities of the NJ Entities, and thus the ability to impact its economic returns. Management performs ongoing reassessments of whether there are changes in the facts and circumstances that could impact the Company's ability to control, and therefore consolidate the NJ Entities.

ii) The determination of categories of financial assets and financial liabilities has been identified as an accounting policy.

iii) The assessment of the probability of future taxable income in which deferred tax assets can be utilized is based on the Company's estimate of future profits or losses adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. The tax rules in the jurisdictions in which the Company operates are also carefully taken into consideration. If a positive forecast of taxable income indicates the probable use of a deferred tax asset, especially when it can be utilized without a time limit, that deferred tax asset is usually recognized to the extent of the amount expected to be utilized. The recognition of deferred tax assets that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances. which involves judgments or assessments made by management.

iv) At the end of each reporting period, management exercises judgment in assessing the Company's ability to continue as a going concern by reviewing the Company's performance, resources and future obligations. The conclusion that the Company will be able to continue as a going concern is subject to critical judgements of management with respect to assumptions surrounding the short and long-term operating budgets, expected profitability, investment and financing activities and management's strategic planning. The assumptions used in management's going concern assessment are derived from actual operating results along with industry and market trends, and are consistent with those used to evaluate impairment of goodwill and intangible assets as at April 30, 2024. Management believes there is sufficient capital to meet the Company's business obligations for at least the next twelve months, after taking into account expected cash flows and the Company's cash position at period-end.

4. Significant Accounting Judgement, Estimates and Assumptions (Continued…)

(a) Critical judgements in applying accounting policies (continued…)

v) .Goodwill and indefinite life intangibles are allocated to the CGU that represents the lowest level within the Company at which management monitors goodwill or indefinite life intangibles, and not at a level higher than an operating segment. The Company considers the cultivation and extraction facility to be a CGU. For the purpose of impairment testing for goodwill, the Company allocates the goodwill to the group of CGU's expected to benefit from the synergies of the business combination which management has determined to be the state level. For the purpose of impairment testing for indefinite lived intangibles, the Company compares the lowest level CGU's carrying amount with its recoverable amount.

The Company considers Cannavative (including CE and CF), TGC, CGT, and OG as separate CGUs, resulting in 4 CGUs.

(b) Use of critical accounting estimates and assumptions.

i) Business Acquisitions

In the completion of business acquisitions, management's judgment is required to estimate the fair value of purchase consideration and to identify and estimate the fair values of tangible and intangible assets, liabilities and non-controlling interests. Depending on the intangible asset being valued, the fair values have been determined using the excess earnings method, relief from royalty method, replacement cost method and the With-or Without Method. Critical estimates in valuing certain of the intangible assets and goodwill acquired include future expected cash flows from customer contracts, forecasted revenue, royalty rates, software development costs, obsolescence factor, customer attrition and discount rates. Unanticipated events and circumstances may occur that may affect the accuracy of such assumptions, estimates or actual results.

ii) Biological Assets and Inventory

In calculating the value of the biological assets and inventory, management is required to make a number of estimates, including estimating the stage of growth of cannabis up to the point of harvest, harvesting costs, selling costs, sales price, wastage and expected yields for the cannabis plant. In calculating final inventory values, management is required to determine an estimate of spoiled or expired inventory and compare the inventory cost to net realizable value. The Company's estimates are, by their nature, subject to change. Changes in the anticipated yield or quality will be reflected in future changes in the gain or loss on biological assets.

iii) Deferred Tax Assets

Provisions for income taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were originally recorded, such differences will affect the tax provisions in the period in which such determination is made.

iv) Share-Based Compensation

Estimating the fair value for granted stock options and compensatory warrants 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 model including the expected life of the option or warrant, volatility, dividend yield, and rate of forfeitures and making assumptions about them.

4. Significant Accounting Judgement, Estimates and Assumptions (Continued…)

(b) Use of critical accounting estimates and assumptions (continued…)

v) Leases

When the Company recognizes a lease, the future lease payments are discounted using the Company's incremental borrowing. This significant estimate impacts the carrying amount of the lease liabilities and the interest expense recorded in profit or loss operations. The Company will also assess the lease term based on the conditions of the lease and determines whether it will extend the lease at the end of the lease contract or exercise an early termination option.

vi) Estimated Useful Lives, Depreciation of Property and Equipment and Amortization of Intangible Assets

Depreciation of property and equipment is dependent upon estimates of useful lives which are determined through the exercise of judgment. The assessment of any impairment of these assets is dependent upon estimates of recoverable amounts that take into account factors such as economic and market conditions and the useful lives of assets.

Amortization of intangible assets is dependent upon estimates of useful lives and residual values which are determined through the exercise of judgment. Intangible assets that have indefinite useful lives are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. The assessment of any impairment of these assets is dependent upon estimates of recoverable amounts that take into account factors such as economic and market conditions.

vii) Impairment of Non-Financial Assets

Where an indicator of impairment or reversal of impairment exists, an estimate of the recoverable amount of the non-financial assets is made. Recoverable amounts are based on the higher of their value-in-use and fair value less costs to sell. These calculations require the use of estimates and assumptions regarding market conditions, capital requirements, discount rates, future cash flows and profit margins. 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. Management does not expect a significant difference between value in use and fair value less cost to sell. A change in assumptions may significantly impact the potential impairment of these assets.

viii) Expected Credit Losses ("ECL")

The Company estimates ECL on its trade and other receivables, based on the analysis of historical bad debts, and the judgements used to predict future economic conditions.

ix) Fair value of financial instruments

The individual fair values attributed to the different components of a financing transaction, and/or derivative financial instruments, are determined using valuation techniques. The Company uses judgment to select the methods used to make certain assumptions and in performing the fair value calculations in order to determine (a) the values attributed to each component of a transaction at the time of their issuance; (b) the fair value measurements for certain instruments that require subsequent measurement at fair value on a recurring basis; and (c) for disclosing the fair value of financial instruments subsequently carried at amortized cost. These valuation estimates could be significantly different because of the use of judgment and the inherent uncertainty in estimating the fair value of these instruments that are not quoted in an active market.

5. Business Combination

On April 30, 2024, the Company, via Vencanna Acquisition Inc. ("AcquisitionCo"), acquired all of the issued and outstanding membership units of The Cannavative Group LLC ("Cannavative") (the "Acquisition"). Cannavative is a licensed manufacturer and distributor of cannabis flower and extracted products in the state of Nevada

On April 30, 2024, the Company issued to Cannavative's shareholders 52,189,144 exchangeable units of AcquisitionCo ("Exchangeable Units") and 97,539,421 exchangeable earnout units ("Earnout Units"). In addition, the Company incurred transaction costs associated with the Acquisition, and issued 3,785,460 exchangeable transaction units and 3,413,887 Earnout Units (together, the "Transaction Units"). The transaction cost units were, valued at $55,078, were expensed to the statement of loss and comprehensive loss..

Each Exchangeable Unit consists of one Exchangeable Share, and 0.2 Exchangeable A Warrants, and 0.2 Exchangeable B Warrants. Each Transaction Unit consist of one Exchangeable Share and 0.5 Exchangeable B Warrant. Each Exchangeable Share is exchangeable at a 1:1 ratio into common shares of the Company, at the discretion of the holders of the Exchangeable Shares.

Each whole Exchangeable A warrant is exercisable into one Exchangeable Share of AcquisitionCo at an exercise price of CDN$0.10 for a period of nine months from issuance. Each whole Exchangeable B warrant is exercisable into one Exchangeable Share of AcquisitionCo at an exercise price of CDN$0.13 for a period of eighteen months from issuance.

Each Earnout Unit consists of one Exchangeable Share, and one-half of an exchangeable earnout warrant (the "Earnout Warrants"). Each whole Earnout Warrant is exercisable, for a period of 12 month, into one Exchangeable Share of AcquisitionCo at an exercise price the greater of CDN$0.10 and the market share price of the Company. The Earnout Units are to be issued contingent on the following:

i) Net revenues of Cannavative for the twelve months ending December 31, 2024 exceed $8,112,000 (the "2024 Earnout"); subject to the Minimum Profit Test in 2024; and
ii) Net revenues of Cannavative for the twelve months ending December 31, 2025 exceed $8,112,000 plus the 2024 Earnout, subject to the Minimum Profit Test in 2025.

The Minimum Profit Test is defined as the adjusted EBITDA of Cannavative (calculated as Net Revenues less cost of goods less cash expenses not including expenses associated with income taxes, depreciation, interest, bonuses or one-time expenses) divided by Net Revenues of Cannavative of not less than 12.5% for the twelve months ended December 31, 2024 and 2025 respectively.

The contingent consideration resulting from the Earnout shares was valued at $90,000 using the Monte-Carlo Simulation, with a volatility of 100%, risk adjusted interest rate of 5.25% with a period of 0.75 years, and a risk adjusted interest rate of 5% with a period of 1 year.

The non-voting exchangeable shares issued by AcquisitionCo ("Exchangeable Shares"), are exchangeable on a one-for-one basis into an equal number of commons shares of the Company. The Company treats the Exchangeable Shares as options with a value equal to a common share, which represents the holder's claim on its pro rata equity of the Company. The Company has presented these Exchangeable Shares as a part of shareholders' equity within these financial statements due to (i) the fact that they are economically equivalent to the Company's publicly traded common shares with equal liquidation and distribution treatment, and (ii) while the holder of the Exchangeable Shares are subject to restrictions on transfer under United States securities laws, they may dispose of the Exchangeable Shares through the Canadian Stocke Exchange ("CSE") by exchanging them for common shares of the Company. Changes in, or the interpretation of, these facts would affect the presentation of the Exchangeable Shares from shareholders' equity to non-controlling interests, however there would be no impact on gain/loss per share.

(Expressed in U.S. Dollars)

5. Business Combination (Continued…)

The purchase price allocation for the Acquisition, as set forth in the table below, reflect various preliminary fair value estimates and analyses that may be subject to change within the measurement period. The primary areas of the preliminary purchase price allocations that may not yet be finalized relate to the fair values of certain tangible assets, the valuation of intangible assets acquired and residual goodwill. Measurement period adjustments that the Company determines to be material will be applied retrospectively to the period of acquisition in the Company's consolidated financial statements and, depending on the nature of the adjustments, other periods subsequent to the period of acquisition could be affected. The acquisition noted below was accounted for in accordance with IFRS 3, "Business Combinations" ("IFRS 3").

The purchase price for the Acquisition is as follows:

Purchase price:		
Fair value of exchangeable shares issued	$	759,336
Fair value of exchangeable warrants issued		16,527
Loans payable to the Company		2,881,681
Contingent consideration of Earnout Units		90,000
Total consideration paid	**$**	**3,747,544**
Allocated as follows:		
Cash and cash equivalents	$	49,300
Accounts receivable, net of allowance		811,903
Prepaid expenses		162,843
Inventory		992,379
Biological assets		29,711
Property and equipment		3,039,000
Right of use asset		1,252,658
Brand (intangible asset)		224,000
License (intangible asset)		300,000
Accounts payable and accrued liabilities		(2,108,143)
Lease liability		(1,186,434)
Deferred tax liability		(46,000)
		3,521,217
Goodwill		**226,327**
	$	**3,747,544**

Pro-forma disclosures

The following pro-forma supplemental information presents certain results of operations as if the acquisition had been completed at the beginning of the fiscal period presented to the end of the reporting period.

		Pro-forma
Revenues	$	9,336,416
Net loss	$	(1,519,177)

The pro-forma supplemental information is based on estimates and assumptions which are believed to be reasonable. The pro-forma supplemental information is not necessarily indicative of the Company's consolidated financial results in future periods or the results that would have been realized had the business acquisition been completed at the beginning of the period presented. The pro-forma supplemental information excludes business integration costs and opportunities.

(Expressed in U.S. Dollars)

6. Accounts Receivable

Accounts receivable include amounts that are past due at the end of the reporting period (see the table below for aged analysis). The Company applies the simplified approach to providing for expected credit losses as prescribed by IFRS 9 Financial Instruments, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has estimated and set its expected credit losses for the year ended April 30, 2024 at $280,414 (2023- $Nil, May 1, 2022 - $Nil) based on the Company's historical collection and loss experience and incorporates forward-looking factors, where appropriate.

As at April 30, 2024 and 2023, and May 1, 2022, accounts receivable consists of the following:

	April 30, 2024	April 30, 2023	May 1, 2022
Trade receivables	$ 811,902	$ -	$ -
Other	50,650	-	-
	$ 862,552	$ -	$ -

The aging of accounts receivable is as follows:

	April 30, 2024	April 30, 2023	May 1, 2022
Current	$ 755,973	$ -	$ -
1 – 30 days past due	92,410	-	-
31 – 60 days past due	80,017	-	-
61 – 90 days past due	15,611	-	-
91+ days past due	198,955	-	-
Allowance	(280,414)	-	-
	$ 862,552	$ -	-

7. Notes Receivable

Can-x note

On November 14, 2022, the Company entered into a CND$75,000 facility loan agreement with CanX CBD processing Corp. ("Can-x"). The interest rate was an annual non-compounded interest rate of 18%. The principal and interest of the note were payable upon demand.

During the year ended April 30, 2024, the Company accrued $10,027 (2023 - $4,649) in interest income. As at April 30, 2024, management assessed the collectability and determined the likelihood of collectability was very low and as a result wrote down the carrying value of the note to $Nil, resulting in a loss of $64,599 in the statement of loss and comprehensive loss. As at April 30, 2023, the note and accrued interest was $59,860 (May 1, 2022 - $Nil).

Cannavative note

On March 11, 2021, the Company entered into a $2,000,000 facility loan agreement with the Cannavative Group LLC ("Cannavative") to facilitate planned capital expansion initiatives or other uses as agreed by the Company (the "Cannavative Note"). On March 31, 2023, the parties signed an Amended Restated Letter Loan Agreement, where the Cannavative Note is due within 90 days upon demand with interest payable monthly. The commencement date of the Cannavative Note was March 19, 2021. Interest on the Cannavative Note is 12.5% per annum. Prior to the execution of the Definitive Agreement, the interest rate was 17.5% per annum.

During the year ended April 30, 2024, the Company accrued $289,056 (2023 - $315,640) in interest income on the note. As at April 30, 2024, the principal and interest balance of the note was in effect settled, as the Company had acquired all of the outstanding shares of Cannavative. As at April 30, 2023, the note and accrued interest was $2,679,115 (May 1, 2022 - $2,390,148).

(Expressed in U.S. Dollars)

8. Prepaid amounts and Deposits

As at April 30, 2024 and 2023, and May 1, 2022, the Company's prepaid amounts consist of the following:

	April 30, 2024	April 30, 2023	May 1, 2022
Prepaid lease hold improvements and right of use assets	$ 98,493	$ 21,500	$ -
Prepaid inventory	80,579	-	-
Prepaid expenses	82,263	1,355	13,183
	$ 261,335	$ 22,855	$ 13,183

As at April 30, 2024 and 2023, and May 1, 2022, the Company's deposits consist of lease deposits.

9. Inventory

	April 30, 2024	April 30, 2023	May 1, 2022
Work in progress	$ 170,773	$ -	$ -
Finished goods	821,606	-	-
	$ 992,379	$ -	$ -

No inventory was expensed to cost of sales during the year ended April 30, 2024, as the inventory was purchased on April 30, 2024 as part of the acquisition of Cannavative (Note 5).

10. Biological Assets

The Company's biological assets consist of cannabis plants. The Company measures its cannabis plants at their fair value less costs to sell which is determined using a model that estimates the expected harvest yield in grams for plants currently being cultivated, and then adjusts the amount for the expected selling price per gram at the point of harvest.

A summary of the Company's key assumptions to estimate the fair value of the biological assets is as follows:

	April 30, 2024	April 30, 2023	May 1, 2022
Selling price per gram	$2.29	-	-
Yield per plant	183.1 grams	-	-
Stage of growth	19%	-	-
Wastage	19%	-	-
Post-harvest processing costs per gram	$0.13	-	-

A summary of the Company's biological assets as at April 30, 2024 and 2023 are as follows:

	April 30, 2024	April 30, 2023	May 1, 2022
Cannabis plants (from acquisition Note 5)	$ 29,711	$ -	$ -

(Expressed in U.S. Dollars)

11. Property and Equipment

	Leasehold Improvements	Furniture and Equipment	Vehicles	Computer Equipment	Right of Use Asset	Total
Cost						
Balance, May 1, 2022	$ -	$ 2,078	$ -	$ 5,047	$ -	$ 7,125
Additions	-	-	-	-	-	-
Balance, April 30, 2023	-	2,078	-	5,047	-	7,125
Additions	172,611	-	-	-	1,427,117	1,599,728
Additions from Acquisition (Note 5)	941,000	2,071,000	18,000	9,000	1,252,658	4,291,658
Balance, April 30, 2024	$ 1,113,611	$ 2,073,078	$ 18,000	$ 14,047	$ 2,679,775	$ 5,898,511
Accumulated Depreciation						
Balance, May 1, 2022	$ -	$ 1,053	$ -	$ 2,960	$ -	$ 4,013
Additions	-	181	-	529	-	710
Balance, April 30, 2023	-	1,234	-	3,489	-	4,723
Additions	6,859	145	-	384	85,059	92,447
Balance, April 30, 2024	$ 6,859	$ 1,379	$ -	$ 3,873	$ 85,059	$ 97,170
Foreign exchange – 2023	$ -	$ (50)	$ -	$ (100)	$ -	$ (150)
Foreign exchange - 2024	$ -	$ (59)	$ -	$ (113)	$ -	$ (172)
Carrying Amount						
Balance, May 1, 2022	$ -	$ 1,025	$ -	$ 2,087	$ -	$ 3,112
Balance, April 30, 2023	$ -	$ 794	$ -	$ 1,458	$ -	$ 2,252
Balance, April 30, 2024	$ 1,106,752	$ 2,071,640	$ 18,000	$ 10,061	$ 2,594,716	$ 5,801,169

12. Intangible Assets

On April 30, 2024, as part of the Business Combination (Note 5), the Company acquired the following intangible assets:

	Brand	Licenses	Total
Balance, May 1, 2022 and , April 30, 2023	$ -	$ -	$ -
Additions from acquisition	224,000	300,000	524,000
Balance, April 30, 2024	$ 224,000	$ 300,000	$ 524,000

The Company has determined that the Brand has a useful life of 10 years, and the licenses have an indefinite life, as they are dependent upon the Company continuing to lease facilities.

13. Accounts Payable and Accrued Liabilities

	April 30, 2024	April 30, 2023	May 1, 2022
Trade payables	$ 1,949,773	$ 14,694	$ 56,600
Accrued audit fees	201,240	30,971	-
Accrued payroll liabilities	64,619	-	-
Accrued interest payable	-	347,702	202,540
	$ 2,215,632	$ 393,367	$ 259,140

(Expressed in U.S. Dollars)

14. Loan

On June 6, 2020, the Company received a CDN$40,000 ($29,800) Canada Emergency Response interest free loan to cover operating costs. The loan was offered by the Government of Canada through the Company's bank and is related to the Covid-19 pandemic. The balance of the loan was originally due December 31, 2022, and was extended by one year. Full payment of the loan on or before December 31, 2023, would result on a loan forgiveness of CDN$10,000 ($7,550). The Company paid the loan before the December 31, 2023, maturity date.

As at April 30, 2024, 2023 and May 1, 2022, the loan balance was as follows:

	April 30, 2024	April 30, 2023	May 1, 2022
Loan	$ -	$ 20,637	$ 21,790

15. Lease Liabilities

The Company leases various office and facility spaces for its operations.

The Company's obligation to make lease payments arising from the leases is calculated by discounting the fixed lease payments over the term of the leases at the Company's incremental borrowing rate, which is between 14% and 15.5% for the leases.

The following is a continuity of the Company's lease liabilities:

Balance, May 1, 2022 and April 30, 2023	**$**	**-**
Additions		1,427,117
Additions from Acquisition (Note 5)		1,186,434
Interest expense on lease liabilities		173,244
Lease payments		(72,777)
Balance, April 30, 2024	**$**	**2,714,018**
Current portion	**$**	**508,388**
Long-term portion	**$**	**2,205,630**

The following is a breakdown of the contractual undiscounted cash flows for lease liabilities as at April 30, 2024:

		April 30, 2024
Due in the next year	$	677,862
Due in two to three years		1,571,253
Due in four to five		559,021
More than five years		2,179,290
Total	**$**	**4,987,426**

(Expressed in U.S. Dollars)

16. Convertible Debenture

On July 3, 2020, the Company issued a $1,300,000 convertible debenture maturing July 3, 2022 (the "Debenture"). The Debenture was convertible at the holder's option at a conversion rate of $0.05 per common share totaling 26,000,000 common shares of the Company (the "Conversion Right"). The Debenture carried an interest rate of 8.0% and was accrued and payable on January 31, April 30, July 31, and October 31 of each year; interest can be paid in cash, common stock, a combination thereof, or accrued.

On June 24, 2022, the Company extended the Debenture to July 3, 2024 at an interest rate of 9.2% and the conversion price decreased to $0.0435 (the "Conversion Right").

On April 30, 2024, the debenture of $1,300,000 and accrued interest of $499,238 was converted into 41,361,562 units of the Company. Each unit consists of one common share, and one half of one common share purchase warrant, with each whole warrant exercisable into one common share of the Company at a price of CDN$0.075 until April 30, 2025.

The Debenture was recorded at fair value, using FiNCAD's (a third party valuation software) convertible bond function, with a risk-adjusted rate of 5.5%, and a volatility of 175%.

The following shows the continuity of the Company's Debenture for the years ended April 30, 2024 and 2023:

		Convertible Debenture Fair Value
Balance, May 1, 2022	**$**	**1,676,435**
Change in fair value		103,179
Foreign exchange		(116,637)
Balance, April 30, 2023		**1,662,977**
Change in fair value		(334,958)
Conversion		(1,309,461)
(Gain)/loss on conversion		(9,662)
Foreign exchange		(8,896)
Balance, April 30, 2024	**$**	**-**

(Expressed in U.S. Dollars)

17. Share Capital

(a) Authorized:

The Company has unlimited number of common shares with no par value ("Common Shares").
AcquisitionCo has five hundred and fifty million (550,000,000) shares of common stock, having a par value of $0.00010 per share of which a total of 100,000 shares are designated as Class A Non-exchangeable voting shares and a total of 549,900,000 shares are designated as Class B Non-voting exchangeable shares ("Exchangeable Shares").

(b) Issued shares

	April 30, 2024	April 30, 2023	May 1, 2022
Issued and outstanding			
Common Shares	222,644,952	181,283,390	181,308,390
Exchangeable Shares	55,974,604	-	-
Total	**278,619,556**	**181,283,390**	**181,308,390**

The Exchangeable Shares are exchangeable on a one-for-one basis into an equal number of commons shares of the Company. The Company treats the Exchangeable Shares as options with a value equal to a common share, which represents the holder's claim on its pro rata equity of the Company (Note 5).

During the year ended April 30, 2024, the Company had the following share capital transactions:

- On April 30, 2024, the Company issued 41,361,562 shares and 20,680,781 warrants in connection with the conversion of its Debenture and related accrued interest (Note 14). Each warrant is exercisable into one common share of the Company at a price of CDN$0.075 until April 30, 2025. The warrants were valued at $24,918 using the black Scholes Option Pricing Model, with the following assumptions: volatility: 100%, expected life: 1 year, risk free rate: 4.45%, and dividend rate of 0%.

- On April 30, 2024, the Company completed the acquisition of Cannavative (Note 5).

  Under the terms of the Acquisition, the previous shareholders of Cannavative received 52,189,144 Exchangeable Units, and 97,539,421 Earnout Units in exchange for their ownership in Cannavative. In addition, the Company incurred transaction costs associated with the Acquisition, and issued 3,785,460 Transaction Units and 3,413,887 Earnout Units. The transaction cost units, valued at $55,078, were expensed.

During the year ended April 30, 2023, the Company had the following share capital transactions:

- The Company cancelled and returned 25,000 shares to treasury.

(Expressed in U.S. Dollars)

17. Share Capital (Continued…)

(c) Warrants

A Summary of the Company's warrants of the years ended April 30, 2024 and 2023 is as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, May 1, 2022 and April 30, 2023	53,552,577	CDN$0.06
Expired	(53,552,577)	CDN$0.06
Issued on conversion of debt	20,680,781	CDN$0.075
Exchangeable A Warrants	10,437,824	CDN$0.10
Exchangeable B Warrants	12,330,554	CDN$0.13
Balance, April 30, 2024	**43,449,159**	**CDN$0.10**

A Summary of the Company's warrants as at April 30, 2024 is as follows:

Number of Warrants Outstanding	Exercise Price	Weighted Average Remaining Life (Years)	Expiry Date
12,330,554 (Exchangeable B Warrants)	CDN$0.13	1.50	October 31, 2025
20,680,781	CDN$0.075	1.00	April 30, 2025
10,437,824 (Exchangeable A Warrants)	CDN$0.10	0.76	January 31, 2025
43,449,159	CDN$0.10	**1.08**	

A Summary of the Company's warrants as at April 30, 2023 is as follows:

Number of Warrants Outstanding	Exercise Price	Weighted Average Remaining Life (Years)	Expiry Date
31,497,766	CDN$0.06	0.40	September 24, 2023
22,054,811	CDN$0.06	0.47	October 19, 2023
53,552,577	CDN$0.06	**0.43**	

A Summary of the Company's warrants as at May 1, 2022 is as follows:

Number of Warrants Outstanding	Exercise Price	Weighted Average Remaining Life (Years)	Expiry Date
31,497,766	CDN$0.06	1.40	September 24, 2023
22,054,811	CDN$0.06	1.47	October 19, 2023
53,552,577	CDN$0.06	**1.43**	

(Expressed in U.S. Dollars)

17. Share Capital (Continued…)

(d) Stock Options

The Company has a share option plan for directors, officers, employees and consultants of the Company whereby share options representing up to 10% of the issued and outstanding common shares can be granted by the Board of Directors. The exercise price of each option equals no less than the market price of the Company's common shares on the date of grant.

The Company accounts for share-based compensation granted to directors, officers, employees and consultants using the Black-Scholes option-pricing model to determine the fair value of the plan at grant date. Share-based compensation expense is recorded and reflected as share-based compensation expense over the vesting period with a corresponding amount reflected in contributed surplus.

Non-controlling interest represents the net assets of the subsidiaries the holders of the Company's common shares do not directly own. The net assets of the non-controlling interest are represented by the holders of the exchangeable shares at AcquisitionCo. Non-controlling interest also represents the net assets of the NJ Entities the Company does not directly own but controls by virtue of the Company fully funding the operations, and Insiders having equity positions and decision-making powers. As of April 30, 2024, the holders of the Exchangeable Shares represent approximately 20% of the Company.

A Summary of the Company's stock options of the years ended April 30, 2024 and 2023 is as follows:

	Number of Options	**Weighted Average Exercise Price**
Balance, May 1, 2022 and April 30, 2023	17,466,740	CDN$0.05
Expired	(12,466,740)	CDN$0.05
Balance, April 30, 2024	**5,000,000**	**CDN$0.05**

A Summary of the Company's stock options as at April 30, 2024 is as follows:

Number of Options Outstanding	Number of Options Exercisable	**Exercise Price**	**Weighted Average Remaining Life (Years)**	**Expiry Date**
5,000,000	5,000,000	CDN$0.05	0.33	August 27, 2024

A Summary of the Company's stock options as at April 30, 2023 is as follows:

Number of Options Outstanding	Number of Options Exercisable	**Exercise Price**	**Weighted Average Remaining Life (Years)**	**Expiry Date**
12,466,740	12,466,740	CDN$0.05	0.67	December 31, 2023
5,000,000	5,000,000	CDN$0.05	1.33	August 27, 2024
17,466,740	17,466,740	CDN$0.05	0.86	

(Expressed in U.S. Dollars)

17. Share Capital (Continued…)

(d) Stock Options (Continued…)

A Summary of the Company's stock options as at May 1, 2022 is as follows:

Number of Options Outstanding	Number of Options Exercisable	**Exercise Price**	**Weighted Average Remaining Life (Years)**	**Expiry Date**
12,466,740	12,466,740	CDN$0.05	1.67	December 31, 2023
5,000,000	5,000,000	CDN$0.05	2.33	August 27, 2024
17,466,740	17,466,740	CDN$0.05	1.86	

(e) Non-controlling Interest

Non-controlling interest represents the net assets of the entities that the holders of the Company's common share and Exchangeable shares do not directly own. This represents the net assets of the NJ Entities.

A reconciliation of the Non-controlling interest for the years ended April 30, 2024 and 2023 is as follows:

		Non-controlling interest
Balance, May 1, 2022	$	(75,000)
Share of loss		(474,100)
Balance, April 30, 2023		(549,100)
Share of loss		(448,641)
Balance, April 30, 2024	**$**	**(997,741)**

The Exchangeable Shares in AcqusitionCo, would technically constitute a non-controlling interest in AcquisitionCo, however, they are considered equivalent to common shares of the Company. They have no voting rights in AcqusitionCo, and will receive no economic benefit until converted to common shares of the Company. AcquisitionCo is solely a vehicle through which the acquisition of Cannavative was constructed. Accordingly, the NCI in AcqusitionCo. was determined to be $Nil.

18. Interest Income

During the years ended April 30, 2024 and 2023, the Company earned the following interest income:

		April 30, 2024		**April 30, 2023**
Interest on Can-ex note (Note 7)	$	10,027	$	4,649
Interest on Cannavative Note (Note 7)		289,056		315,640
Interest on cash and cash equivalents		97,661		52,113
	$	**396,744**	**$**	**372,402**

(Expressed in U.S. Dollars)

19. Related Parties

The Company considers its directors and executives to be key management personnel.

During the years ended April 30, 2024, the Company paid to the CEO $134,807 (2023 – $136,973), and paid to the CFO and Chairman $94,735 (2023 – $96,258), included in salaries. .

As at April 30, 2024, 2023, and May 1, 2022 amounts outstanding to directors and executives was $Nil.

Transactions with other related parties:

- During the year ended April 30, 2024, the Company paid a law firm $62,404 (2023 - $54,556) of which the corporate secretary of the Company is a partner. As at April 30, 2024, accounts payable and accrued liabilities included amounts payable to the law firm of $Nil (2023 - $Nil, May 1, 2022 - $9,456).
- The Debenture issued, as discussed in Note 16, is to a director of the Company.
- The lease held by Cannavative (Note 5), is a lease with a related party. The lease expires on November 30, 2024, though the Company may extend the lease to April 30, 2027. The Company has the option to exit the lease at any time subject to providing a notice.
-

20. Financial Instruments

Fair values

Financial instruments are classified into one of the following categorised: fair value through profit and loss ("FVTPL"); amortized cost; and fair value through other comprehensive income ("FVTOCI"). The carrying value of the Company's financial instruments are classified into the following categories:

Financial Instrument	**Category**	**April 30, 2024**	**April 30, 2023**	**May 1, 2022**
Cash and cash equivalents	FVTPL	$ 2,554,578	$ 3,818,096	$ 5,173,192
Accounts receivable	Amortized cost	$ 862,552	$ -	$ -
Note receivable	Amortized cost	$ -	$ 2,738,975	$ 2,390,148
Accounts payable and accrued liabilities	Amortized cost	$ 2,215,632	$ 393,367	$ 259,140
Loan	Amortized cost	$ -	$ 20,637	$ 21,790
Convertible debenture	FVTPL	$ -	$ 1,662,977	$ 1,676,435
Contingent consideration from acquisition	FVTPL	$ 90,000	$ -	$ -

(Expressed in U.S. Dollars)

20. Financial Instruments (Continued…)

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy based on the degree to which the inputs used to determine the fair value are observable. The three levels of the fair value hierarchy are:

Level 1 -Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.
Level 2 -Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.
Level 3 -Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

Cash and cash equivalents is measured at fair value, using level 1 inputs. The convertible debenture was measured using level 3 inputs. The fair value of accounts receivable, other receivables, notes receivable, and accounts payable and accrued liabilities approximate their carrying amounts due to their current nature. The Company's other financial liability as at April 30 2024 was the provision from acquisition, which was recorded at fair value on the date of the acquisition.

Financial instrument risk exposure

The Company's financial instruments are exposed to a number of financial and market risks including credit, liquidity, currency, interest rate and price risks. The Company may, or may not, establish from time to time active policies to manage these risks. The Company does not currently have in place any active hedging or derivative trading policies to manage these risks since the Company's management does not believe that the current size, scale and pattern of cash flow of its operations would warrant such hedging activities.

Credit risk

Credit risk is the risk of financial loss to the Company that arises from the possibility that the Company's customers may experience financial difficulty and be unable to fulfil their contract commitments. The Company mitigates the risk of credit loss by entering into contracts with established customers and by placing its cash with major financial institutions. The gross carrying amount of a trade receivable is written off when the Company has no reasonable expectations of recovering the balance in its entirety or a portion thereof.

The cash balance is primarily held in a chequing accounts at reputable financial institutions. The Company is exposed to credit risk inherent in its accounts receivable via credit extended to customers.

The carrying value of cash, accounts receivable and notes receivable represents the Company's maximum credit exposure. Expected credit losses on accounts receivable in the statement of loss and comprehensive loss for the year ended April 30, 2024 was $64,599 (April 30, 2023: $Nil) on a note receivable as there was significant doubt about its collectability.

As at April 30, 2024, the Company had made an allowance of $280,414 (2023 - $Nil) on its accounts receivable.

As at April 30, 2024 and 2023, the Company's maximum exposure to credit risk is as follows:

	April 30, 2024	April 30, 2023	May 1, 2022
Cash and cash equivalents	$ 2,554,578	$ 3,818,096	5,173,192
Accounts receivable	862,552	-	-
Notes receivable	-	2,738,975	2,390,148
Other receivables	9,932	9,087	8,625
	$ 3,427,062	$ 6,566,158	7,571,965

(Expressed in U.S. Dollars)

20. Financial Instruments (Continued…)

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company endeavors to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holding of cash.

The following are the contractual maturities of the undiscounted cash flows of financial liabilities for which there are cash outflows as at April 30, 2024:

Financial liability	**Due in 1 year**	**Due in 2-3 years**	**Due in 4-5 yrs**	**Due after 5 years**	**Total**
Accounts payable and accrued liabilities	$ 2,215,632	$ -	$ -	$ -	$ 2,215,632
Lease liabilities	677,862	1,571,253	559,021	2,179,290	4,987,426
Contingent consideration from acquisition	90,000	-	-	-	90,000
	$ 2,983,494	$ 1,571,253	$ 559,021	$ 2,179,290	$ 7,293,058

As at April 30, 2024, the Company had cash and cash equivalents and accounts receivable of $3,417,130 to settle the non-discounted financial liabilities due within a year.

The following are the contractual maturities of the undiscounted cash flows of financial liabilities for which there are cash outflows as at April 30, 2023:

Financial liability	**Due in 1 year**	**Due in 2-3 years**	**Due in 4-5 yrs**	**Due after 5 years**	**Total**
Accounts payable and accrued liabilities	$ 393,367	$ -	$ -	$ -	$ 393,367
Loan	20,637	-	-	-	20,637
Convertible debenture	-	1,662,977	-	-	1,662,977
	$ 414,004	$ 1,662,977	$ -	$ -	$ 2,076,981

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and equity prices.

(a) Interest risk

The Company is exposed to interest rate risk to the extent that the cash maintained at its banking institution is subject to floating rates of interest. The interest rate risk on cash is not considered significant.

20. Financial Instruments (Continued…)

Market risk (Continued…)

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate based on the changes in foreign exchange rates. The functional currency of the parent company is the Canadian Dollar, while the functional currencies of its subsidiaries are the U.S. Dollar.

The operating results and financial position of the Company are reported in U.S. dollars. For financial instruments held in other than the U.S Dollar, the Company is subject to foreign currency risk. The Company holds certain cash and accounts payable and accrued liabilities in Canadian Dollars. A 10% change in the foreign exchange rate of the U.S. Dollar versus the Canadian Dollar would have an impact of $165,700 on accumulated other comprehensive income (loss). As of April 30, 2024 and 2023, the Company had no hedging agreements in place for foreign exchange rates. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks at this time.

(c) Price risk

The Company is exposed to price risk with respect to movements in market prices for goods which may impact revenue, cost of sales and the results of operations. Management closely monitors demand and market prices of its finished goods and raw materials to determine the appropriate course of action to be taken by the Company.

21. Capital Risk Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support its activities as a merchant capital firm. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible optimized capital structure in order to pursue state compliant cannabis investments focused throughout the value chain. In the management of capital, the Company includes its cash balances (April 30, 2024 - $2,554,578) and components of shareholders' equity (April 30, 2024 - $6,493,790). The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or adjust the amount of cash and cash equivalents and investments.

At this stage of the Company's development, in order to maximize on-going development efforts, the Company does not pay out dividends. Management reviews its capital management approach on an on-going basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the year ended April 30, 2024. The Company is not subject to externally imposed capital requirements.

22. Commitments and Contingencies

From time to time, the Company may be involved in litigation relating to claims arising out of operations in the normal course of business. As of April 30, 2024 and 2023, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of the Company's operations. As of April 30, 2024 and 2023, there are also no proceedings in which any of the Company's directors, officers or affiliates is an adverse party to the Company or has a material interest adverse to the Company's interest.

(Expressed in U.S. Dollars)

23. Segmented Information

The Company operates in one reportable operating segment, being the, manufacturing and distribution of cannabis flowers and extract products on the United States.

24. Restatement and Change in Presentation Currency

During the year ended April 30, 2024, the Company had discovered an error in a prior judgement, which has resulted in a restatement of comparative numbers in these consolidated financial statements. In the prior year, the Company had assessed that they were an investment entity, and had recorded its investments in the NJ Entities as investments. During the year ended April 30, 2024, the Company determined that they had control over the NJ Entities, and these should be consolidated retrospectively.

Effective April 30, 2024, the Company has changed its presentation from the Canadian Dollar to the U.S. Dollar. The change in presentation currency was accounted for as a change in accounting policy and applied retrospectively.

In light of the acquisition of Cannavative, which occurred on April 30, 2024, the Company changed the presentation currency effective April 30, 2024.

The Company believes that U.S. dollar financial reporting provides more relevant presentation of the Company's financial position, funding and treasury functions, financial performance, and cash flows.

A change in presentation currency represents a change in accounting policy as defined in IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors, which requires restatement of comparative information as if the accounting policy was always adopted.

Foreign currency transactions are translated into an entity's functional currency at exchange rates in effect on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the foreign exchange rate applicable at that date. Realized and unrealized exchange gains and losses are recognized through profit or loss. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. For consolidated entities with a functional currency different from the Company's presentation currency, assets and liabilities are translated to the presentation currency at the period end exchange rates, and the results of operations are translated at average exchange rates for the period. The resulting translation adjustments are recorded within other comprehensive income.

The following exchange rates were used for translation:

Date	
May 1, 2022	0.7786
April 30, 2023	0.7374
Average rate for the year ended April 30, 2023	0.7526

(Expressed in U.S. Dollars)

24. Restatement and Change in Presentation Currency (Continued…)

Below is a reconciliation from the prior period's audited financial statements, to the amounts presented on these consolidated financial statements.

Reconciliation of the statement of financial position as at April 30, 2023:

	April 30, 2023 As previously reported (CDN$)	Adjustments (CDN$)	Restated (CDN$)	Restated to presentation currency (USD)
ASSETS				
Current Assets				
Cash and cash equivalents	5,179,361	-	5,179,361	$ 3,818,096
Notes receivable	3,756,213	-	3,756,213	2,738,975
Due from related party	310,323	(310,323)	-	-
Other receivables	12,323	-	12,323	9,087
Prepaid expenses	1,838	29,156	30,994	22,855
	9,260,058	(281,167)	8,978,891	6,589,013
Non-Current Assets				
Deposits	2,500	67,806	70,306	51,844
Property and equipment	3,054	-	3,054	2,252
TOTAL ASSETS	9,265,612	(213,361)	9,052,251	$ 6,643,109
LIABILITIES				
Current Liabilities				
Accounts payable and accrued liabilities	534,037	-	534,037	$ 393,367
Non-Current Liabilities				
Loan	27,986	-	27,986	20,637
Convertible debenture	2,252,204	-	2,252,204	1,662,977
TOTAL LIABILITIES	2,814,227	-	2,814,227	2,076,981
SHAREHOLDERS' EQUITY				
Share capital	21,967,258	-	21,967,258	17,215,302
Warrant reserve	4,556,922	-	4,556,922	3,454,969
Contributed surplus	1,885,317	-	1,885,317	1,435,062
Accumulated other comprehensive income	-	-	-	(131,579)
Accumulated deficit	(21,958,112)	517,764	(21,440,348)	(16,858,826)
Equity attributed to shareholders	6,451,385	517,764	6,867,974	5,115,228
Non-controlling interest	-	(731,125)	(731,125)	(549,100)
TOTAL SHAREHOLDERS' EQUITY	6,451,385	(213,361)	6,238,024	4,566,128
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	9,265,612	(213,361)	9,052,251	$ 6,643,109

(Expressed in U.S. Dollars)

24. Restatement and Change in Presentation Currency (Continued…)

Reconciliation of the statement of loss and comprehensive loss for the year ended April 30, 2023:

	April 30, 2023 as previously reported (CDN$	Adjustments (CDN$)	Restated (CDN$)	Restated to presentation currency (USD)
EXPENSES				
Amortization and depreciation	943	-	943	$ 710
Consulting fees	144,030	(64,306)	79,724	60,000
Corporate communication	53,209	(2,070)	51,139	38,486
Development and licences	-	85,969	85,969	64,700
Interest and bank charges	197,734	-	197,734	148,815
Office and miscellaneous	14,380	13,705	28,085	21,137
Professional fees	148,848	92,394	241,242	181,559
Rent expense	33,321	(33,321)	-	-
Salaries, benefits and bonuses	552,233	348,790	901,023	678,110
Travel, meals and entertainment	38,590	22,312	60,902	45,835
	(1,183,288)	(463,473)	(1,646,761)	(1,239,352)
Interest income	494,822	-	494,822	372,402
Change in fair value of convertible debenture	(137,097)	-	(137,097)	(103,179)
Unrealized change in fair value of due from related parties	(258,255)	258,255	-	-
Foreign exchange	256,855	(8,143)	248,712	193,309
	356,325	250,112	606,437	462,532
Net loss	(826,963)	(213,361)	(1,040,324)	(776,820)
Net loss attributable to:				
Shareholders' equity	(826,963)	416,589	(410,374)	(302,720)
Non-controlling interest	-	(629,950)	(629,950)	(474,100)
	(826,963)	(213,361)	(1,040,324)	(776,820)
Other comprehensive loss				
Foreign exchange	-	-	-	(289,894)
Other comprehensive loss attributable to:				
Shareholders' equity	-	-		(289,894)
Non-controlling interest	-	-		-
	-	-	-	(289,894)
Total comprehensive loss attributable to:				
Shareholders' equity	(826,963)	416,589	(410,374)	(592,615)
Non-controlling interest	-	(629,950)	(629,950)	(474,100)
	(826,963)	(213,361)	(1,040,324)	$ (1,066,714)
Net loss per common share:				
Basic and diluted	(0.00)	(0.01)	(0.01)	$ (0.00)
Weighted average number of common shares outstanding:				
Basic and diluted	181,283,390	-	181,283,390	181,283,390

(Expressed in U.S. Dollars)

24. Restatement and Change in Presentation Currency (Continued…)

Reconciliation of the statement of cash flows for the year ended April 30, 2023:

	April 30, 2023 as previously reported (CDN$	Adjustments (CDN$)	Restated (CDN$)	Restated to presentation currency (USD))
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss for the year	**(826,963)**	**(213,361)**	**(1,040,324)**	$ (776,820)
Items not involving cash:				
Amortization and depreciation	**942**	**-**	**942**	710
Interest income	**(425,577)**	**425,577-**	**-**	-
Change in fair value of due from related parties	**258,255**	**(258,255)**	**-**	-
Change in fair value of convertible debenture	**139,897**	**-**	**139,897**	103,179
Foreign exchange	**(256,587)**	**91,228**	**(165,359)**	(142,862)
Gain on CEBA loan	**(2,799)**	**2,799**	**-**	-
Loan accretion	**2,799**	**(2,799)**	**-**	-
Changes in non-cash working capital:				
Prepaid expenses	**15,094**	**(29,156)**	**(14,062)**	(10,140)
Receivables	**(1,245)**	**-**	**(1,245)**	(937)
Due to related parties	**(568,580)**	**568,580**	**-**	-
Deposits	**-**	**(66,436)**	**(66,436)**	(50,000)
Accounts payable and accrued liabilities	**182,572**	**-**	**182,572**	151,225
Net cash used in operating activities	**(1,482,192)**	**518,177**	**(964,015)**	(725,645)
CASH FLOWS FROM INVESTING ACTIVITY				
Change in non-cash working capital of notes receivable due to interest income	**-**	**(425,577)**	**(425,577)**	(320,289)
Notes receivable	**(75,000)**	**-**	**(75,000)**	(56,445)
Net cash used in investing activity	**(75,000)**	**(425,577)**	**(500,577)**	(376,734)
Foreign exchange differences of cash and cash equivalents	**92,600**	**(92,600)**	**-**	(252,717)
Change in cash and cash equivalents during the year	**(1,464,592)**	**-**	**(1,464,592)**	(1,355,096)
Cash and cash equivalents, beginning of year	**6,644,223**	**-**	**6,644,223**	5,173,192
Cash and cash equivalents, end of year	**5,179,631**	**-**	**5,179,631**	$ 3,818,096

(Expressed in U.S. Dollars)

24. Restatement and Change in Presentation Currency (Continued…)

Reconciliation of the statement of changes in shareholders' equity for the year as at April 30, 2023:

	April 30, 2023 As previously reported (CDN$)	Adjustments (CDN$)	Restated (CDN$)		Restated to presentation currency (USD)
Share capital	21,967,258	-	21,967,258	$	17,215,302
Warrant reserve	4,556,922	-	4,556,922		3,454,969
Contributed surplus	1,885,317	-	1,885,317		1,435,062
Accumulated other comprehensive income	-	-	-		(131,579)
Accumulated deficit	(21,958,112)	517,764	(21,440,348)		(16,858,526)
Non-controlling interest	-	(731,125)	(731,125)		(549,100)
TOTAL SHAREHOLDERS' EQUITY	6,451,385	(213,361)	6,238,024	$	4,566,128

Reconciliation of the statement of financial position as at May 1, 2022:

	May 1 As previously reported (CDN$)	Adjustments (CDN$)	Restated (CDN$)		Restated to presentation currency (USD)
ASSETS					
Current Assets					
Cash and cash equivalents	6,644,223	-	6,644,223	$	5,173,192
Notes receivable	3,073,013	-	3,073,013		2,390,148
Other receivables	11,078	-	11,078		8,625
Prepaid expenses	16,932	-	16,932		13,183
	9,745,246		9,745,246		7,585,148
Non-Current Assets					
Deposits	2,500	-	2,500		1,947
Property and equipment	3,997	-	3,997		3,112
TOTAL ASSETS	9,751,743	-	9,751,743	$	7,590,207
LIABILITIES					
Current Liabilities					
Accounts payable and accrued liabilities	333,100	-	333,100	$	259,140
Non-Current Liabilities					
Loan	27,986	-	27,986		21,790
Convertible debenture	2,112,309	-	2,112,309		1,676,435
TOTAL LIABILITIES	2,473,395	-	2,473,395		1,957,365
SHAREHOLDERS' EQUITY					
Share capital	21,968,258	-	21,968,258		17,216,054
Warrant reserve	4,556,922	-	4,556,922		3,454,969
Treasury stock	(1,000)		(1,000)		(752)
Contributed surplus	1,885,317	-	1,885,317		1,435,062
Accumulated other comprehensive income	-	-	-		158,315
Accumulated deficit	(21,131,149)	517,764	(21,440,348)		(16,555,806)
Equity attributed to shareholders	7,278,348	517,764	7,380,063		5,707,842
Non-controlling interest	-	(731,125)	(731,125)		(75,000)
TOTAL SHAREHOLDERS' EQUITY	7,278,348	-	7,278,348		5,632,842
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	9,751,743	-	9,751,743	$	7,590,207

(Expressed in U.S. Dollars)

25. Income Taxes

The following is a reconciliation of income taxes attributable to operations at the statutory rates to income tax expense (recovery).

		April 30, 2024		April 30, 2023
Loss before tax	$	(696,246)	$	(776,820)
Statutory tax rate		23%		23%
Expected tax expense (recovery)	$	(160,000)	$	(179,000)
Non-deductible expenses		(28,000)		1,000
Change in foreign exchange, tax estimate and other		(108,000)		(73,000)
Non-taxable income allowed to the members of the NJ Entities		153,000		112,000
Change in unrecognized temporary differences		143,000		139,000
Tax recovery for the year	$	**-**	$	**-**

Deferred tax balances

The tax effects of temporary differences that give rise to deferred tax assets (liabilities) are as follows:

		April 30, 2024		April 30, 2023
Property and equipment	$	(16,000)	$	-
Right of use asset		(263,000)		-
Lease liability		249,000		-
Biological assets		19,000		-
Inventory		75,000		-
Brand		(47,000)		-
Licenses		(63,000)		-
Convertible debt		-		42,000
Allowable non-capital losses		-		(42,000)
Net deferred tax liability	**$**	**(46,000)**	**$**	**-**

The tax effects of unrecognized deductible temporary differences, for which no deferred asset as been recognized, are as follows:

		April 30, 2024		April 30, 2023
Non-capital losses carry-forward	$	179,000	$	139,000
Capital losses		861,000		796,000
Property and equipment		1,000		1,000
Exploration and evaluation assets		543,000		551,000
Total unrecognized deductible temporary differences	**$**	1,584,000	**$**	1,487,000

(Expressed in U.S. Dollars)

25. Income Taxes (Continued…)

The significant components of the Company's unrecognized deferred tax assets are as follows:

		April 30, 2024	Expiry date range		April 30, 2023
Non-capital losses	$	3,742,000	2026 - 2044	$	2,863,258
Capital losses	$	778,000	No expiry	$	1,577,309
Exploration and evaluation assets	$	2,361,000	No expiry	$	2,361,000
Property and equipment	$	4,000	No expiry	$	4,000

Tax attributes are subject to review and potential adjustment by tax authorities.