

ARTHUR CAPITAL INC.

FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2024
(Unaudited)

ARTHUR CAPITAL INC.
CONSOLIDATED BALANCE SHEET
DECEMBER 31, 2024
(Unaudited/Amounts expressed in United States Dollars)

	<u>2024</u>	<u>2023</u>	<u>2022</u>
ASSETS			
Cash and cash equivalents	44,453	87	124
Accounts receivable, net	95,662	0	5,526
Inventories	0	0	0
Pre-paid expense and other assets	762	0	91
Loans receivable	0	0	7,499
Investments in fixed maturity securities	0	0	0
Investments in equity securities	0	0	770
Investments in derivative securities	0	24,138	4,446
Property, plant, and equipment, net	510	732	955
Equity method investments	0	0	0
Goodwill and other intangible assets	0	0	0
Deferred tax asset	270,207	244,991	249,272
Total assets	411,593	269,948	268,684
LIABILITIES			
Accounts payable and accrued expenses, net	7,883	(41)	(58)
Interest payable	10,201	1,972	0
Loans payable and other borrowings	266,103	119,519	11,851
Deferred revenue	0	0	0
Income tax payable	1,499	0	0
Deferred tax liability	0	0	0
Total liabilities	285,686	121,449	11,793
SHAREHOLDERS' EQUITY			
Common stock; par value \$0.00001; 10,000,000 shares authorized; 8,113,500, 8,117,500, and 8,121,834 shares issued and outstanding, respectively	81	81	81
Capital in excess of par value	1,056,325	1,068,325	1,081,327
Accumulated other comprehensive income	0	0	0
Retained earnings	(930,498)	(919,907)	(824,517)
Treasury stock, at cost	0	0	0
Total shareholders' equity	125,907	148,499	256,891
Total liabilities and shareholders' equity	411,593	269,948	268,684

See accompanying notes to the financial statements.

ARTHUR CAPITAL INC.
CONSOLIDATED STATEMENT OF EARNINGS AND COMPREHENSIVE INCOME
YEAR ENDED DECEMBER 31, 2024
(Unaudited/Amounts expressed in United States Dollars)

	<u>2024</u>	<u>2023</u>	<u>2022</u>
REVENUES AND GAINS			
Sales, net	166,110	0	0
Interest and dividend income	26	8	191
Realized gain (loss) from investments in securities, net	(638,957)	(61,465)	(889,910)
Unrealized gain (loss) from investments in securities, net	487,392	(40,917)	330,182
Other revenues	0	0	7,500
Total revenues and gains	14,571	(102,374)	(552,038)
EXPENSES			
Cost of goods sold	0	0	0
Depreciation	223	223	158
Amortization	0	0	0
Research and development	0	0	0
Charitable contributions	2,000	0	0
Selling, general, and administrative expenses	17,370	9,436	21,472
Interest expense	10,772	4,111	3,474
Total expenses	30,364	13,769	25,105
EARNINGS			
Earnings (loss) before tax	(15,794)	(116,143)	(577,142)
Equity method earnings	0	0	0
Income tax (expense)	107,554	12,161	190,304
Deferred tax (expense)	(102,352)	8,593	(69,338)
Net earnings attributable to shareholders	(10,592)	(95,390)	(456,176)
Net earnings per common share, basic and diluted	(0.00)	(0.01)	(0.06)
Average common shares outstanding, basic and diluted	8,113,500	8,117,500	8,121,834
OTHER COMPREHENSIVE INCOME			
Unrealized gain (loss) from investments in securities, net	0	0	(25,035)
Deferred tax (expense)	0	0	5,257
Comprehensive income attributable to shareholders	(10,592)	(95,390)	(475,954)

See accompanying notes to the financial statements.

ARTHUR CAPITAL INC.
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
YEAR ENDED DECEMBER 31, 2024
(Unaudited/Amounts expressed in United States Dollars)

	<u>Common Stock, Par</u> <u>Value \$0.00001</u>		Capital in excess of par value	Retained earnings	Treasury stock	Accumulated other comprehensive income	Total shareholders' equity
	Share Count	Amount					
Balance, December 31, 2021	8,109,334	81	1,034,096	(368,340)	0	19,778	685,614
Issuance of common stock	12,500	0	47,231	-	-	-	47,231
Retained earnings	-	-	-	(456,176)	-	-	(456,176)
Dividend distribution	-	-	-	0	-	-	0
Repurchase of common stock, net	-	-	-	-	0	-	0
Other comprehensive income, net	-	-	-	-	-	(19,778)	(19,778)
Balance, December 31, 2022	8,121,834	81	1,081,327	(824,517)	0	0	256,891
Issuance of common stock	0	0	0	-	-	-	0
Retained earnings	-	-	-	(95,390)	-	-	(95,390)
Dividend distribution	-	-	-	0	-	-	0
Repurchase of common stock, net	(4,334)	(0)	(13,002)	-	0	-	(13,002)
Other comprehensive income, net	-	-	-	-	-	0	0
Balance, December 31, 2023	8,117,500	81	1,068,325	(919,907)	0	0	148,499
Issuance of common stock	0	0	0	-	-	-	0
Retained earnings	-	-	-	(10,592)	-	-	(10,592)
Dividend distribution	-	-	-	0	-	-	0
Repurchase of common stock, net	(4,000)	(0)	(12,000)	-	0	-	(12,000)
Other comprehensive income, net	-	-	-	-	-	0	0
Balance, December 31, 2024	8,113,500	81	1,056,325	(930,498)	0	0	125,907

See accompanying notes to the financial statements.

ARTHUR CAPITAL INC.
CONSOLIDATED STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2024
(Unaudited/Amounts expressed in United States Dollars)

	<u>2024</u>	<u>2023</u>	<u>2022</u>
CASH FLOW FROM OPERATING ACTIVITIES			
Comprehensive income	(10,592)	(95,390)	(475,954)
Adjustments to reconcile income to net cash used in operating activities:			
Realized (gain) loss from investments in securities, net	638,957	61,465	889,910
Unrealized (gain) loss from investments in securities, net	(487,392)	40,917	(305,147)
Share-based compensation expense	0	0	0
Depreciation	223	223	158
Amortization	0	0	0
Changes in operating assets and liabilities:			
Accounts receivable, net	(95,662)	5,526	(5,526)
Inventories	0	0	0
Pre-paid expense and other assets	(762)	91	2,029
Deferred tax asset	(25,216)	4,281	(91,432)
Accounts payable and accrued expenses, net	7,924	17	(9,608)
Interest payable	8,229	1,972	(554)
Deferred revenue	0	0	0
Income tax payable	1,499	0	(34,792)
Deferred tax liability	0	0	0
Net cash used in operating activities	37,208	19,102	(30,914)
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of property, plant, and equipment:			
Run and maintain capital expenditure	0	0	(1,113)
Current opportunities capital expenditure	0	0	0
Purchase of investments in securities	(127,427)	(121,405)	(2,754,927)
Sale of investments in securities	0	101	3,229,638
Loans receivable, net	0	7,499	(7,499)
Acquisition of businesses, net of cash acquired	0	0	0
Purchase of interests in equity method investments	0	0	0
Proceeds from divestiture of businesses	0	0	0
Net cash used in investing activities	(127,427)	(113,805)	466,099
CASH FLOW FROM FINANCING ACTIVITIES			
Dividend distribution to common stock	0	0	0
Proceeds from issuance of common stock, net	0	0	47,231
Repurchase of common stock, net	(12,000)	(13,002)	0
Proceeds from issuance of debt	184,895	109,168	2,793,435
Repayments of debt	(38,310)	(1,500)	(3,279,633)
Net cash used in financing activities	134,585	94,666	(438,967)
NET CHANGE IN CASH	44,366	(38)	(3,782)
Cash at beginning of period	87	124	3,907
Cash at end of period	44,453	87	124
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION			
Cash paid during the period for interest	2,542	2,139	4,028
Cash received during the period for interest and dividends	26	99	99
Cash paid during the period for income taxes, net	18,516	(25,035)	0

See accompanying notes to the financial statements.

NOTES TO FINANCIAL STATEMENTS

All amounts in these Notes are expressed in United States Dollars, unless otherwise indicated.

Note 1 – Organization and Nature of Operations

Legal entity background

The Company was founded on March 24, 2020, as ARTHUR CAPITAL, LLC under the laws of the State of Texas. On October 15, 2020, the Company completed a statutory conversion and incorporated as ARTHUR CAPITAL INC. under the laws of the State of Texas.

Subsequently, ARTHUR CAPITAL INC. completed a conversion from a Texas corporation to a Delaware corporation. The Company received approvals for the conversion on May 20, 2021, from the State of Delaware and on September 20, 2021, from the State of Texas.

In 2022, the Company decided to manage its business through two 100% owned Delaware subsidiaries ACX OPERATED LLC, which focuses on majority owned operated assets, either existing or greenfield, and ACX HOLDINGS LLC which holds minority interests in private enterprises or tradeable securities.

The financial statements of ARTHUR CAPITAL INC. (referred to herein as “Arthur Capital”, “we”, “us”, “our”, the “Company”, or similar expressions) are prepared in accordance with accounting principles generally accepted in the United States of America (“US GAAP”). The Company has 2 employees and is headquartered in Wilmington, Delaware.

Business description

ARTHUR CAPITAL INC. is a business operator and capital allocator choosing to deploy funds in majority owned operated assets, either existing or greenfield, minority interests in private enterprises, or tradeable securities across most industries.

The Company assesses each opportunity’s management and economics, specifically looking for management teams who celebrate what they are proud of, upfront about what worries them, and direct when in need of help. Furthermore, if the economics are satisfactory, the firm may decide to deploy capital.

The Company’s main operational activity is twofold: to govern current business endeavors for long term value creation and to scan the environment for suitable business opportunities.

There are five main ways that the corporation can generate earnings. The firm can:

1. Build a business from scratch with the right idea.
2. Purchase an existing business and increase efficiency.
3. Acquire minority interests in businesses until the right exit presents itself.
4. Proprietarily oversee a portfolio of tradeable securities for the Company’s account.
5. Manage funds or companies in exchange for a management fee and carried interest.

The Company defines success as delivering an after-tax earnings return, conservatively determined, which outperforms the general economy.

Finally, approximately a third of the Company’s shares are owned by THE ARTHUR FOUNDATION, a Delaware non-stock corporation, formed to channel economic benefit back into the community.

Values statement

ARTHUR CAPITAL INC. builds, buys, and runs businesses. That is what we do. However, we are convinced that

the manner in which we do our work is equally, if not more important than the work itself. At ARTHUR CAPITAL INC., we conduct our work with humility, informed by wisdom, and underpinned by a confident strength.

Humility

In a world that can tend to look down on others, we strive to look up.

Wisdom

We surround ourselves with opposing views, even when we don't necessarily like what we hear.

We listen more than we speak, so that when we do speak, people listen.

We believe that good and lasting things take time to build.

Confidence

And we fight judiciously for what we believe is possible.

Note 2 – Summary of Significant Accounting Policies

Basis of presentation

The accounting and reporting policies of the Company conform to accounting principles generally accepted in the United States of America (“US GAAP”). The Company has adopted the calendar year as its basis of reporting. The financial statements are prepared on a fully consolidated basis.

Use of estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

The Company considers all short-term investments with a maturity of three months or less at the time of purchase to be cash equivalents. Cash and cash equivalents include all cash in banks.

Concentration of Cash

We maintain cash balances and restricted cash at financial institutions, which may, at times, be in excess of federally insured levels. We have not incurred losses related to these balances to date.

Pre-paid expense

A prepaid expense is an expenditure paid for in one accounting period, but for which the underlying asset will not be consumed until a future period. When the asset is eventually consumed, it is charged to expense. If consumed over multiple periods, there may be a series of corresponding charges to expense.

Fair value of financial instruments

The Company measures the fair value of financial assets and liabilities in accordance with ASC Topic 820 – Fair Value Measurements and Disclosures, which defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. ASC Topic 820 establishes a fair value hierarchy that prioritizes

the inputs to valuation techniques used to measure fair value and requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs.

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 - Quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.
- Level 2 - Observable prices that are based on inputs not quoted on active markets but corroborated by market data.
- Level 3 - Unobservable inputs reflecting the Company's assumptions, consistent with reasonably available assumptions made by other market participants. These valuations require significant judgment.

The Company believes that the majority of the carrying amount of its cash and cash equivalents and financial securities are measured using market approaches consisting of the Level 1 fair value measurement. The Company uses Level 3 for financial securities of a distressed business that emerged from bankruptcy and has remained private. The Company has taken a conservative approach and written down the value of these securities to zero.

Share Capital

The Company records proceeds from share issuances net of issuance costs. Par value is recorded at its rate of 0.00001 per share with the remaining proceeds net of issuance costs recorded as capital in excess of par value.

Revenue and gain recognition

The Company follows the provisions and the disclosure requirements in accordance with ASC Topic 606 – Revenue from Contracts with Customers. Revenue recognition, according to Topic 606, is determined using the following steps:

- Identification of the contract, or contracts, with the customer: the Company determines the existence of a contract with a customer when the contract is mutually approved; the rights of each party in relation to the services to be transferred can be identified, the payment terms for the services can be identified, the customer has the capacity and intention to pay, and the contract has commercial substance.
- Identification of performance obligations in the contract: Performance obligations consist of a promise in a contract with a customer to transfer to the customer either a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.
- Recognition of revenue when, or how, a performance obligation is met: Revenues are recognized when or as control of the promised goods or services is transferred to customers.

The Company's main revenue stream consists of management service agreements.

All recognized gains or losses are derived from realized or unrealized gain (loss) from investments in financial securities.

Cost of goods sold

The Company does not yet sell physical products, nor does it yet provide discrete services to customers. Therefore, no cost of goods sold expenses are recognized. Cost associated with fulfilling management service agreements are generally accounted for under selling, general, and administrative expenses, as is the cost of research for capital allocation options.

Selling, general, and administrative expenses

Selling, general, and administrative expenses relate to information technology, legal, accounting, regulatory, office, cost of research for capital allocation options, and employee compensation. Charitable contributions are called out separately.

Stock-based compensation

The Company does not utilize stock-based compensation as a method of pay. Employees are encouraged to purchase stock using cash compensation.

Accrued expenses

Under accrual accounting, the Company requires expenses to be recorded when they are incurred, meaning when the goods are received or when the services are provided.

Income taxes

The Company accounts for income taxes under the liability method, and deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying values of existing assets and liabilities and their respective tax bases.

Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled. A valuation allowance is provided on deferred tax assets if it is determined that it is more likely than not that the deferred tax asset will not be realized. The Company records interest, net of any applicable related income tax benefit, on potential income tax contingencies as a component of income tax expense.

The Company records tax positions taken or expected to be taken in a tax return based upon the amount that is more likely than not to be realized or paid, including in connection with the resolution of any related appeals or other legal processes. Accordingly, the Company recognizes certain unrecognized tax benefits or hurts based on the amounts that are more likely than not to be settled or agreed with the relevant taxing authority.

The Company is subject to tax in the United States and files tax returns in the U.S. federal jurisdiction and Delaware state jurisdiction. The Company can be subject to U.S. federal, state and local income tax examinations by tax authorities. The Company is not currently under examination by any tax authority.

Net earnings (loss) per share

Basic earnings (loss) per share (“EPS”) is calculated by dividing profit or loss attributable to ordinary equity holders (numerator) by the number of ordinary shares outstanding (denominator) during the period.

Recently issued and adopted accounting pronouncements

Over the course of its business, the Company’s deployed capital can be unusually concentrated in financial securities. As the Company grows and executes its business plan, the Company’s assets will diversify. As such the Company does not believe that its fundamental business characteristics meet the ASC Topic 946 – Financial Services– Investment Companies applicability test.

The FASB issues ASUs to amend the authoritative literature in ASC. There have been a number of ASUs to date that amend the original text of ASC. Management believes that those issued to date either (i) provide supplemental guidance, (ii) are technical corrections, (iii) are not applicable to us, or (iv) are not expected to have a significant impact on our financial statements.

Note 3 – Accounts Receivable and Allowance for Doubtful Accounts

To date, the Company has had no customer defaults and hence has not provisioned for doubtful accounts. As our operating history develops, a probabilistic approach to doubtful account reserves will be introduced.

Note 4 – Investments in Financial Securities

As of December 31, 2024, no investments are held in foreign currency securities. All investments are held with a major brokerage institution located in the United States of America which the Company believes to be creditworthy.

Investments in fixed maturity securities

Investments in fixed maturity securities are classified as “available for sale” measured at fair value with changes in fair value recognized in other comprehensive income with any interest received recognized in revenues and gains.

These investments in fixed maturity securities are initially recorded at cost and include commissions and fees paid to brokers. We recognize realized investment gains and losses in earnings when we sell the securities based on the difference between the sale proceeds and its cost basis.

Investments in equity securities

To date, no investments in equity securities exceeds 20% ownership of the underlying Company and no significant influence or control exists. Investments in securities are considered to have an undetermined holding period and are not for the purpose of realizing a short-term profit. These equity investments are therefore considered “available for sale”.

In line with ASU 2016-01 Financial Instruments–Overall, investments in equity securities (except those accounted for under the equity method of accounting or those that result in consolidation of the investee) are to be measured at fair value with changes in fair value recognized in earnings at the end of each reporting period.

These investments in equity securities are initially recorded at cost and include commissions and fees paid to brokers. We recognize realized investment gains and losses in earnings when we sell the securities based on the difference between the sale proceeds and its cost basis.

Investments in derivative securities

Derivative positions are options-based exchange traded derivative securities which provide the option but not the requirement to buy or sell underlying security positions. These contracts are not held for the purpose of hedging an underlying investment and have the potential to expire worthless.

Therefore, for a derivative not designated as a hedging instrument, the gain or loss (realized or unrealized) is recognized in earnings in the period of change and not in other comprehensive income.

These investments in derivative securities are initially recorded at cost and include commissions and fees paid to brokers. We recognize realized investment gains and losses in earnings when we sell the securities based on the difference between the sale proceeds and its cost basis.

Note 5 – Property, Plant, and Equipment

Property, plant, and equipment is recorded at original cost and subsequently depreciated over the useful life of the asset, on a straight-line basis. Property, plant, and equipment is mainly comprised of computer hardware.

Note 6 – Equity Method Investments

None.

Note 7 – Goodwill and Intangibles

None.

Note 8 – Accounts Payable and Accrued Expenses

The accounts payable and accrued expenses account is comprised of the following subcategories.

<u>Accounts Payable and Accrued Expenses</u>	<u>Amount in \$</u>
Accrued expense	(3,011)
Credit card expense	10,786
Payroll tax liabilities	108
Total	<u>7,883</u>

Note 9 – Debt

In 2021, the Company entered into a Margin Loan Agreement. The loan is secured by financial securities and can be used for future business opportunities or short-term working capital needs. In 2024, the Company entered into a Shareholder Loan Agreement at the prevailing applicable federal rate, with a maturity date of December 31, 2025.

<u>Debt Type</u>	<u>Debt Level in \$</u>	<u>Annual Interest %</u>	<u>Terms & Restrictions</u>
Credit card	0	17.7%	Variable Interest, Unsecured
Shareholder loan	266,103	4.1%	Fixed Interest, Unsecured
Margin loan	0	5.8%	Variable Interest, Secured

Note 10 – Contracts in Progress or Other Contractual Agreements

None.

Note 11 – Commitments and Contingencies

Contingencies

The Company's operations are subject to a variety of local and state regulation. Failure to comply with one or more of those regulations could result in fines, restrictions on its operations, or losses of permits that could result in the Company ceasing operations.

Leases

ARTHUR CAPITAL INC. is party to a month-to-month agreement for office space in Wilmington, Delaware. Since the terms of the agreement are not for more than 1 year, the monthly costs are expensed and are not carried on the balance sheet.

Litigation and claims

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 December 31, 2024, 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.

Note 12 – Related Party Transactions

In 2024, JOSEPH RATHBUN lent an additional total of \$158,407 net at a fixed applicable federal rate of 4.1% interest per annum to ARTHUR CAPITAL INC. in related party transactions. The terms of the Shareholder Loan Agreement

stipulate a December 31, 2025 maturity date, which can be negotiated. The loan is not secured by collateral. As of December 31, 2024, the loan amounted to \$266,103 of principal balance along with \$10,201 in interest outstanding.

Note 13 – Shareholders’ Equity

In 2024, ARTHUR CAPITAL INC. repurchased 4,000 shares of common stock at a price of \$3.00 per share. These shares were subsequently canceled. Canceled shares are accounted for in shareholder’s equity under common stock and capital in excess of par value as negative entries and are not deemed to be treasury stock.

None of the foregoing transactions involved any underwriters, underwriting discounts, or commissions. The offers and repurchases of these securities were privately negotiated.

Note 14 – Operating Segments

The Company is organized as a single operating segment, whereby its chief operating decision maker assesses the performance of and allocates resources to the business as a whole.

All of the Company’s identifiable assets and operations are located in the United States, which is where the Company is domiciled.

Note 15 – Other Comprehensive Income

There were no unrealized gains or losses on hedge derivative financial instruments or on foreign currency transactions.

Note 16 – Income Taxes

Federal and state income tax

Financial results include the effects of prevailing federal, state, and local income tax rates paid on the realized gain from investments in financial securities, offset by any applicable realized loss from investments in financial securities in the current period or carried forward from previous periods. Income taxes are also offset by any applicable tax-deductible expenses.

Unrealized gain (loss) deferred tax expense

Unrealized gain (loss) from investments in financial securities are based on the fair market value of the underlying securities at the end of the reporting period. This fair market value is then used to determine the appropriate tax to be recognized. However, as the fair market value fluctuates over time, the recognized tax liability/asset also fluctuates.

When a security is sold, the gain (loss) becomes realized and a federal income tax liability is recognized. In the interim, unrealized gain (loss) deferred tax expense accounts for the temporary fluctuations in tax liabilities.

Valuation allowance

Management assesses the available positive and negative evidence to estimate if sufficient future taxable income will be generated to use the existing deferred tax assets. On the basis of this evaluation, the Company has determined that it is more likely than not that the Company will recognize the benefits of the net deferred tax assets, and, as a result, a valuation allowance has not been set against its net deferred tax assets.

<u>Deferred Tax Asset</u>	<u>Amount in \$</u>
Capital loss carryforward	270,207
Capital loss unrealized	0
Net operating loss carryforward	0
Valuation allowance	0
Total	<u>270,207</u>

Deferred Tax Liability	Amount in \$
Capital gain unrealized	0

Note 17 – Subsequent Events

The Company considers events or transactions that occur after the balance sheet’s date, but prior to the issuance of the financial statements, to provide additional evidence relative to certain estimates or to identify matters that require additional disclosure.

Subsequent events have been evaluated through July 1, 2025, which is the date the financial statements were issued. There have been no other events or transactions during this time which would have a material effect on these financial statements.

Note 18 – Going Concern

ARTHUR CAPITAL INC. has only recently commenced operations and lacks working capital. The Company will incur significant additional costs before meaningful revenue is achieved. These matters raise substantial doubt about the Company’s ability to continue as a going concern.

During the next 12 months, the Company intends to fund its operations from additional debt and/or equity financing as determined to be necessary. There are no assurances that management will be able to raise capital on terms acceptable to the Company.

If the Company is unable to obtain sufficient amounts of additional capital, it may be required to reduce the scope of its planned development, which could harm the business, financial condition, and operating results. The balance sheet and related financial statements do not include any adjustments that might result from these uncertainties.

SIGNATURE

The Corporation has duly caused this document to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: 07/01/2025

By: /s/ Joseph A. Rathbun

Name: JOSEPH A. RATHBUN

Title: Chair & CEO
