# EV Nickel Inc.

# **Financial Statements**

# For the three and six months ended December 31, 2024

[Unaudited - expressed in Canadian Dollars]

## NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed interim financial statements of EV Nickel Inc. ("the Company") for the three and six months ended December 31, 2024, have been prepared by management and have not been reviewed by the Company's external independent auditors.

## **EV Nickel Inc.** Interim Financial Statements For the three and six months ended December 31, 2024 (Unaudited - Expressed in Canadian Dollars)

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			A	ls at	
	Note		December 31, 2024		June 30, 2024
Assets					
Current assets					
Cash		\$	3,115,613	\$	985,699
Short-term investments			1,091,238		5,128,172
Other receivables and taxes recoverable			140,121		228,484
Prepaid expenses			172,237		140,160
····			4,519,209		6,482,515
Equipment	5		15,055		20,634
Right-of-use assets	6		22,366		25,330
Total assets		\$	4,556,630	\$	6,528,479
Liabilities					
Current liabilities					
Accounts payable and accrued liabilities		\$	250,282	\$	690,864
Due to related parties	7	Ŧ	4,005	Ŧ	22,641
Flow-through share liability	8,13		597,369		1,078,192
Total liabilities	*	\$	851,656	\$	1,791,697
Shareholders' equity					
Share capital	8	\$	16,757,433	\$	16,289,446
Equity reserve	8	Ŧ	1,792,198	Ŧ	1,802,405
Deficit	Ŭ		(14,844,657)		(13,355,069)
Total shareholders' equity			3,704,974		4,736,782
Total liabilities and shareholders' equity		\$	4,556,630	\$	6,528,479

#### EV Nickel Inc. Condensed Interim Statements of Financial Position (Unaudited - expressed in Canadian Dollars)

Nature of Operations and Going Concern (Note 1)

Commitments (Note 13)

Subsequent events (Note 14)

Approved by:

(Signed) "John Paterson," Director

(Signed) "Gadi Levin," Director

		Three months ended December 31,		Six montl Decem	
	Note	2024	2023	2024	2023
Operating expenses					
Exploration expenditures	4, 7	\$627,484	\$378,899	\$1,881,726	\$919,315
General and administrative	7	130,119	178,136	201,092	424,940
Stock based compensation	7, 8	33,749	134,393	67,499	268,786
Operating loss		(791,352)	(691,428)	(2,150,317)	(1,613,041)
Other income		• · · •		, <b>.</b>	х <i>с</i>
Interest income		56,840	7,193	119,691	13,179
Flow-through premium	8,13	164,706	-	480,823	89,075
Part XII.6 tax (expense)		-	(1,590)	-	(1,590)
Government funding	9	60,000	250,790	60,000	277,889
Net loss and comprehensive loss for the period		\$(509,806)	\$(435,035)	\$(1,489,803)	\$(1,234,488)
Weighted average number of shares, basic and diluted		110,943,846	90,167,788	110,876,536	74,692,836
Loss per share, basic and diluted		(0.00)	(0.00)	(0.01)	(0.02)

	Number of common shares		Share capital		Equity Reserve		Deficit		Total
	= 4 0 4 0 0 0 0	<u>^</u>		<u>^</u>		<u>^</u>		<u>^</u>	
Balance, June 30, 2023	51,613,603	\$	9,411,935	\$	1,874,021	\$	(11,920,603)	\$	(634,647)
Private placement	35,000,332		865,043		1,234,977		-		2,100,020
Share issue costs	-		(166,058)		(67,881)		-		(233,939)
Share issue costs, non-cash	-		(52,133)		52,133		-		-
Share for mineral property	3,267,016		196,021		-		-		196,021
Stock based compensation	-		-		268,786		-		268,786
Warrants exercised	1,573,224		259,131		(48,040)		-		211,091
Warrants expired	-		,		(1,914,854)		1,914,854		-
Comprehensive loss for the period	-		-		-		(1,234,488)		(1,234,488)
Balance, December 31, 2023	91,454,175	\$	10,513,939	\$	1,399,141	\$	(11,240,237)	\$	672,843
Balance, June 30, 2024	109,467,149	\$	16,289,446	\$	1,802,405	\$	(13,355,069)	\$	4,736,782
Stock based compensation	-	Ŧ	-	Ŧ	67,499	Ŧ		Ŧ	67,499
Warrants exercised	1,608,664		467,987		(77,491)		_		390,496
Warrants expired	-,000,001				(215)		215		
Comprehensive loss for the period					(213)		(1,489,803)		(1,489,803)
Balance, December 31, 2024	111,075,813	\$	16,757,433	\$	1,792,198	\$	(14,844,657)	\$	3,704,974

	Six months en				December 31,
	Note		2024		2023
Cash used in operations					
Net loss for the period		\$	(1,489,803)	\$	(1,234,488)
Adjustments to net loss for non-cash items					
Share issued for exploration property			-		196,021
Stock based compensation	7, 8		67,499		268,786
Depreciation	5, 6		8,543		15,400
Flow-through premium	13		(480,823)		(89,075)
Accrued Interest			(29,239)		-
Changes in non-cash working capital:					
Prepaid expenses			(32,077)		136,202
Taxes recoverable			88,363		(40,949)
Accounts payable and accrued liabilities	7		(440,580)		(208,209)
Due to related parties	7		(18,636)		(45,239)
Net cash used in operations			(836,950)		(1,001,551)
Cash generated from investing					
Short-term investments			4,066,172		-
Net cash generated from investing			4,066,172		-
Cash generated from financing					
Financing proceeds	8		-		2,311,111
Share issuance cost	8		-		(233,939)
Warrants exercised	8		390,496		-
Lease payments	6		-		(3,630)
Accounts payable related to financing	8		-		110,820
Net cash generated from financing			390,496		2,184,362
Net change in cash			2,129,915		1,182,811
Cash, beginning of year			985,699		142,748
Cash, end of period		\$	3,115,613	\$	1,325,559

## 1. Nature of Operations and Going Concern

EV Nickel Inc. (the "Company") was incorporated on January 28, 2021 under the Business Corporations Act (Ontario). The Company was formed for the purposes of exploring, development, and acquisition of mineral properties. The Company completed its initial public offering on December 2, 2021. The Company is listed on the TSX-Venture Exchange (the "TSX.V"), trading under the symbol "EVNI." The registered, head, and records office of the Company is Suite 200, 150 King Street West, Toronto, Ontario, M5H 1J9.

For the Company's exploration stage mineral properties, the Company is in the process of exploration and has not yet determined whether they contain economically recoverable reserves. The recoverability of amounts shown for exploration stage mineral properties is dependent upon the discovery of economically recoverable reserves in its mineral properties, the ability of the Company to obtain the necessary financing to complete development, maintenance of the Company's interest in the underlying mineral claims and upon future profitable production from or the proceeds from the disposition of its mineral properties.

In order to meet future exploration expenditures and cover administrative costs, the Company will need to raise additional financing. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available under terms favourable to the Company. For the six months ended December 31, 2024, the Company had a net loss of (\$1,489,803) and an accumulated deficit of (\$14,844,657).

These circumstances create material uncertainty that may cast significant doubt on the ability of the Company to continue as a going concern. These financial statements do not give effect to adjustments to the carrying value and classification of assets and liabilities and related revenue and expenses that would be necessary should the Company be unable to continue as a going concern and such adjustments may be material.

# 2. <u>Material Accounting Policies</u>

The accounting policies followed in these condensed interim financial statements are consistent with those disclosed in Note 2 of the Company's financial statements for the year ended June 30, 2024.

#### Statement of compliance

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as applicable to financial reports including International Accounting Standard ("IAS") 34 Financial Reporting.

These financial statements have been approved by the Board of Directors on February 25, 2025.

#### **Basis of Preparation**

These financial statements have been prepared by management on a going concern basis assuming the Company will continue in operation for at least the next twelve months and will be able to realize its assets and discharge its liabilities in the normal course of operations.

#### **Basis of Measurement**

These financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual

basis of accounting, except for cash flow information. These financial statements are presented in Canadian dollars, which is also the Company's functional currency.

## Flow-Through Shares

The Company will from time to time, issue flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenditure being incurred, the Company derecognizes the liability and recognizes a deferred tax liability of the amount of tax reduction renounced to the shareholders. The premium is recognized as other income and the related deferred tax is recognized as a tax provision.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures. The company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Look-back Rule, in accordance with Government of Canada flow-through regulations. When applicable, this tax is accrued as a financial expense until paid.

## Government Funding

Government funding for exploration is recognized when the Company has complied with all the conditions to receive the grant and collectability is reasonably assured. Government funding towards expenses is recognized in the statement of loss and comprehensive loss on a systematic basis over the periods in which the Company recognizes as expenses the related costs for which these fundings are intended to compensate. The Company has elected to present funding separately from the related expenditures.

# 3. Critical Accounting Judgements and Estimates

The preparation of these financial statements requires management to make judgments and estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates which, by their nature, are uncertain. The impact of such estimates is pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and may affect both the period of revision and future periods.

## Allocation of flow-through funds

The Company, from time to time, finances a potion of its planned exploration and development activities through the issue of flow-through shares. Under the terms of the flow-through agreements, the income tax deductions attributable to the capital expenditures are renounced to the subscribers. The difference between the subscription price of the flow-through shares and the common share prices at the date of issuance is initially recognized as a liability on the statement of financial position. Any difference between the liability as a result of the premium paid on the flow-through share and deferred tax liability is recognized in the statements of loss and comprehensive loss as a deferred tax expense or recovery.

#### Eligible flow-through expenditures

The Company is required to spend proceeds received from the issuance of flow-through units or shares on qualifying Canadian exploration expenditures. Management judgment is applied in determining whether qualified expenditures have been incurred. Differences in judgment between management and regulatory authorities may result in disallowed expenditures by the tax authorities. Any amount disallowed may result in the Company's required expenditures not being fulfilled.

## 4. Mineral Exploration and Evaluation

### The Shaw Dome Project

### a. Langmuir

The Langmuir Property comprises 212 claims near Timmins, Ontario that hosts a nickel and copper mineral resource and other prospective nickel/copper targets.

On March 4, 2021, the Company entered into an agreement under which it would acquire a 100% interest (subject to an existing royalty agreement for a 2% net-smelter royalty) in the Langmuir Property from Rogue Resources Inc. ("Rogue") in exchange for a \$150,000 cash payment, the issuance of 6,666,667 common shares of the Company and a final payment, the "EV Resource Payment" based on an updated mineral resource estimate.

The EV Resource Payment was to be calculated as:

1) \$1.00 for each 30 nickel equivalent pounds of indicated mineral resources with a grade of 0.6% nickel or greater which are in excess of the 2010 Mineral Resource Estimate, plus

2) \$1.00 for each 1,500 nickel equivalent pounds of indicated mineral resources with a grade of less than 0.6% nickel;

to an aggregate maximum of \$5,000,000.

At the Company's discretion, the EV Resource Payment could be paid in cash or common shares of the Company based on the 10-day volume weighted average share price ("VWAP").

On June 12, 2023, the Company announced its updated mineral resource estimate and on September 14, 2023, announced the settlement of the EV Resource Payment. The total value of the EV Resource Payment was calculated as \$772,262. The Company had previously advanced \$378,174 to Rogue and elected to pay the balance, adjusted for accrued interest on the advance, entirely in EVNI common shares. Pursuant to the 10-day VWAP as set out in the APA, the Company issued 3,267,016 Common Shares to Rogue on September 22, 2023. On the date of issuance, EVNi common shares were valued at \$0.06.

## b. The Shaw Dome Property

On April 1, 2022, the Company completed the acquisition of properties within and to the south of the Shaw Dome, spread across 12 townships (the "Acquisition Package" or the "Shaw Dome Acquisition Properties") incorporating 941 staked mining claims over almost 21,000 hectares of prospective land to the north, west and south of the Company's Langmuir Project.

The Acquisition Package was acquired from 2812794 Ontario Inc. (the "Vendor"). The purchase price for 100% ownership of the Acquisition Package was \$350,000 (paid) plus 2,500,000 of the Company's shares valued at \$650,000 (paid).

In addition to the consideration paid, the Company and the Vendor entered into a 2.75% netsmelter royalty agreement with respect to certain Shaw Dome properties and a 2.75% netsmelter royalty agreement with respect to a cluster of properties known as the "Groves" properties. Pursuant to the Royalty Agreements, the Company may re-purchase 50% of the royalties granted thereunder for \$1,850,000 in the case of the Shaw Dome Royalty Agreement and \$1,500,000 in the case of the Groves Royalty Agreement.

For ease of reference, the Company now refers to Langmuir and the Shaw Dome Acquisition Properties in combination as the "Shaw Dome Project."

The Company's exploration expenditures for six months ended December 31, 2024 totaled \$1,881,726 (2023 - \$919,315).

# 5. Equipment

Balance as at June 30, 2023	31,822
Depreciation	(11,188)
Balance as at June 30, 2024	20,634
Depreciation	(5,579)
Balance as at December 31, 2024	\$ 15,055

# 6. <u>Right-Of-Use Assets</u>

Value of right-of-use assets as at June 30, 2023	38,110
Depreciation	(12,780)
Value of right-of-use assets as at June 30, 2024	25,330
Depreciation	(2,964)
Value of right-of-use assets as at December 31, 2024	\$ 22,366

Lease liability	
Lease liability recognized as at June 30, 2023	\$ 3,629
Lease payments	(3,719)
Interest expense	90
Lease liability recognized as at June 30, 2024 and December 31, 2024	\$ -

## 7. <u>Related Party Transactions and Balances</u>

The Company's related parties consist of private companies owned or controlled by current and former executive officers or directors. The Company incurred the following fees and expenses in the normal course of operations for the six months ended December 31, 2024 and 2023:

	For the six months ended December 31,			
Related Party Transactions		2024		2023
Exploration expenditures	\$	64,000	\$	96,000
General and administrative		40,438		124,000
Stock based compensation		57,510		128,057
Total value of payments	\$	161,948	\$	348,057

The Company's key management personnel have authority and responsibility for planning, directing and controlling the activities of the Company and consist of its President and Chief Executive Officer (the "CEO"), Chief Financial Officer and Vice President, Exploration. Compensation of the officers and/or companies controlled by these individuals for the six months ended December 31, 2024, and 2023, were as follows:

	For the six months ended December 31,		
Key management compensation	2024		2023
Exploration expenditures	\$ 64,000	\$	96,000
General and administrative	25,638		124,000
Stock based compensation	35,801		197,321
Total compensation of key management personnel	\$ 125,438	\$	417,321

Amounts due to related parties amounted to \$4,005 as at December 31, 2024 (2023 - \$10,444). Amounts due to related parties are unsecured, non-interest bearing and have no specific repayment terms.

## 8. <u>Share Capital</u>

The Company is authorized to issue an unlimited number of common shares.

At December 31, 2024, nil common shares were held in escrow (2023 - 2.5 million were held in escrow and were released over the next year).

On July 21, 2023, the Company closed the first tranche of a non-brokered private placement financing, issuing 1,367,000 share units (each, a "Unit"), for gross proceeds of \$82,020. On September 14, 2023, the Company closed the second and final tranche of the same financing, issuing 33,633,332 Units for gross proceeds of \$2,018,000. Each Unit consists of one common

share in the capital of the Company and one Warrant. Each Warrant will entitle the holder thereof to purchase one common share at an exercise price of \$0.09 for a period of 24 months following the respective Closing Date. Finders' fees totaled \$88,761 in cash and 1,479,357 in common share purchase warrants (the "Broker Warrants"). Each Broker Warrant will entitle the holder thereof to purchase one common share at an exercise price of C\$0.09 for a period of 24 months following the Closing Date.

On September 14, 2023, the Company also announced the agreement with Rogue Resources on the final resource payment owed to Rogue related to the sale of the Langmuir property in March 2021. The Company elected to pay the balance entirely in common shares, which, pursuant to the 10-day VWAP as set out in the asset purchase agreement translated to 3,267,016 common shares in the Company.

On December 7, 2023, shares were issued in respect of 494,760 common share purchase warrants that were exercised for proceeds of \$69,266. On December 19, 2023, shares were issued in respect of 1,078,464 common share purchase warrants that were exercised for proceeds of \$141,825.

On March 28, 2024, the Company closed a private placement of flow-through common shares for aggregate proceeds of \$5,119,750 (the "Offering"). The Offering comprised: (i) 1,705,000 premium flow-through common shares (each a "Premium Flow-Through Share"), at a price per Premium Flow-Through Share of \$0.95, for aggregate gross proceeds of \$1,619,750; and (ii) 4,666,667 flow-through common shares (each a "Flow-Through Share"), at a price per Flow-Through Share of \$0.75, for aggregate gross proceeds of \$3,500,000. The Company paid financing fees of \$358,383 and 446,017 compensation warrants. Each compensation warrant entitles the holder thereof to one common share of the Company at a price of \$0.75 per common share until the date which is 24 months from the closing date of the Offering. A flow-through share liability of \$1,296,750 was recognized (see Note 13).

In the six months ended December 31, 2024, shares were issued in respect of 1,608,664 common share purchase warrants that were exercised for proceeds of \$390,496.

	Weighted Average Exercise Price (\$)	Warrants
Balance, June 30, 2023	0.47	17,450,088
Warrants issued	0.09	35,000,332
Finders' Warrants issued	0.24	1,925,374
Warrants expired	0.99	(6,908,728)
Warrants exercised	0.19	(12,140,648)
Balance, June 30, 2024	0.10	35,326,418
Warrants expired	0.21	(10,714)
Warrants exercised	0.24	(1,608,664)
Balance, December 31, 2024	0.10	33,707,040

A summary of the Company's warrant activity for the fiscal year ended June 30, 2024 and the six months ended December 31, 2024, is as follows:

A summary of the Company's warrants outstanding as at December 31, 2024 is as follows:

Expiry Date	Exercise Price (\$)	Warrants
July 21, 2025	0.09	25,690
September 14, 2025	0.09	33,235,333
March 28, 2026	0.75	446,017
Balance, June 30, 2024		33,707,040

As at December 31, 2024, the weighted average remaining contractual life of the Company's share purchase warrants is 0.72 years and the weighted average exercise price is \$0.09.

A summary of the Company's RSU activity for the six months ended December 31, 2024, and the fiscal year ended June 30, 2024 is as follows:

	Grant Price (\$)	RSUs	
Balance, June 30, 2023	0.135	2,233,334	
Vested	0.136	(766,666)	
Expired	0.135	(833,334)	
Balance, June 30, 2024, and December 31, 2024	0.135	633,334	

On March 7, 2024, 666,667 \$0.12 RSUs and 166,667 \$0.195 RSUs expired with the departure of the former CEO.

A summary of the Company's stock option activity for the six months ended December 30, 2024, and the fiscal year ended June 30, 2024, is as follows:

	Grant Price (\$)	Options
Balance, June 30, 2023	0.126	5,100,000
Exercised	0.130	(383,334)
Balance, June 30, 2024, and December 31, 2024	0.125	4,716,666

A summary of the Company's stock options outstanding as at December 31, 2024, is as follows:

Number of stock options	Number of stock	Grant	Remaining contractual	
outstanding	options exercisable	Price (\$)	life (years)	Expiry Date
325,000	325,000	0.195	2.2	March 4, 2027
4,391,666	2,375,001	0.120	3.2	March 1, 2028
4,716,666	2,700,001	0.125	3.1	

# 9. <u>Government Funding</u>

On March 6, 2023, the Company announced that it had been awarded up to \$500,000 of nondilutive funding through the Critical Minerals Innovation Fund ("CMIF"), also administered by the Ontario Ministry of Mines. CMIF is specifically funding two separate research and development project streams under EV Nickel's Clean Nickel strategy. This includes work advancing "bioleaching," a process through which bacteria erodes the rock around the critical mineral naturally and with zero carbon emissions. The second focuses on developing an integrated carbon capture and storage process, to earn carbon credits alongside the Clean Nickel production. As at December 31, 2024, the Company has received \$473,890 of the funds awarded including \$0 for the fiscal year to date. No further funding is receivable through this contract with the CMIF.

The National Research Council of Canada's Industrial Research Assistance Program ("NRC IRAP") has also provided funding for the implementation of EVNI's Clean Nickel Research and Development Program. At December 31, 2024, the Company received \$136,737 of funds.

On September 5, 2023, the Company was notified by the Province of Ontario that its application for the Ontario Junior Exploration Program ("OJEP") that helps junior exploration companies finance early exploration projects was accepted by the Ministry of Mines and that the Company was eligible for up to \$200,000 of funding to cover 50% of eligible costs. At December 31, 2024, the Company has received \$21,397 of funds. No further funding is receivable through this contract with the OJEP.

On September 24, 2024, the Company was notified by the Province of Ontario that its 2024 application for the OJEP was accepted by the Ministry of Mines and that the Company was eligible for up to \$200,000 of funding to cover 50% of eligible costs. As at December 31, 2024, the Company has received \$60,000 of the funds awarded.

# 10. <u>Management of Capital</u>

The Company considers its capital to include the components of equity attributable to common shareholders and comprises share capital and deficit.

The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to develop, market, and maintain its ongoing exploration operations. To secure the additional capital necessary to pursue these plans, the Company may attempt to raise additional funds through the issuance of debt or equity.

The Company is not subject to externally imposed capital requirements at December 31, 2024.

# 11. Financial Risk Management

## Fair value hierarchy

Financial instruments recorded at fair value are classified using a fair value hierarchy that reflects the significance of inputs used in making the measurements. The hierarchy is summarized as follows:

- Level 1 Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2 Inputs that are observable for the asset or liability, either directly (prices) or indirectly (derived from prices) from observable market data.
- Level 3 Inputs for assets and liabilities not based upon observable market data.

The carrying values of the Company's cash, accounts payable and accrued liabilities, and due to related parties, approximate their fair values due to the short-term nature of these instruments. The Company's short term investments are classified as Level 1 and have maturities of one year or less.

Currency risk: Currency risk is the risk that fluctuations in the rates of exchange on foreign currencies would impact the Company's future cash flows. The Company is currently not exposed to the foreign exchange market.

Interest rate risk: The Company does not believe it is exposed to any significant risk related to the movements in interest rates.

Price risk: Price risk is the risk of a decline in the value of a security or an investment portfolio due to multiple factors. The Company does not own any marketable securities.

Credit risk: The Company is not exposed to any significant concentration of credit risk.

Liquidity risk: Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. Senior management is also actively involved in the review and approval of planned expenditures.

As at December 31, 2024, the Company had current liabilities of \$851,656 due within 12 months, cash and short-term investments of \$4,206,851 and working capital of \$3,667,553.

# 12. <u>Segmented Information</u>

The Company currently has one operating segment; the exploration and development of its mineral and exploration interest in Canada (Note 4).

# 13. <u>Commitments</u>

As of December 31, 2024, the Company had successfully met the remainder of its 2022 flowthrough commitments and 54% of its flow-through commitment related to its March 28, 2024 financing (see Note 8). The Company recognized \$480,823 in flow-through premium income in the statement of loss and comprehensive loss for the six months ended December 31, 2024.

As of December 31, 2024, the Company is committed to spending approximately \$2.36 million in flow-through eligible exploration expenditures before December 31, 2025.