

MINEHUB TECHNOLOGIES INC.

Condensed Consolidated Interim Financial Statements

For the Nine Months Ended October 31, 2022 and 2021

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

MINEHUB TECHNOLOGIES INC.
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian Dollars)

	Notes	October 31, 2022 (Unaudited)	January 31, 2022
Assets			
Current assets			
Cash		\$ 809,449	\$ 2,940,996
Receivables	4	85,409	191,135
Prepaid expenses	8	269,103	682,933
Total assets		\$ 1,163,961	\$ 3,815,064
Liabilities			
Current liabilities			
Trade payables and accrued liabilities	5, 10	\$ 978,682	\$ 658,527
Convertible debt	7	859,313	1,245,787
Deferred revenue		82,091	-
		1,920,086	1,904,314
Total liabilities		1,920,086	1,904,314
Shareholders' equity			
Share capital	8	20,482,021	17,228,945
Equity component of convertible debt reserve	8	88,029	104,334
Equity compensation reserve	8,9	2,435,077	1,962,707
Deficit		(23,761,252)	(17,385,236)
Total shareholders' equity		(756,125)	1,910,750
Total liabilities and shareholders' equity		\$ 1,163,961	\$ 3,815,064

Nature of and continuance of operations (Note 1)

Approved on behalf of the Board on December 20, 2022:

"Vince Sorace"
Vince Sorace, Director

"Joseph Nakhla"
Joseph Nakhla, Director

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

MINEHUB TECHNOLOGIES INC.
Consolidated Interim Statements of Comprehensive Loss
(Expressed in Canadian Dollars)

	Notes	Three Months Ended October 31, 2022	Three Months Ended October 31, 2021	Nine Months Ended October 31, 2022	Nine Months Ended October 31, 2021
Revenue		\$ 33,173	\$ -	\$ 52,999	\$ -
Expenses					
Administrative services		\$ 65,962	\$ 15,000	\$ 130,090	\$ 49,500
Consulting		324,073	534,397	1,186,568	889,903
Finance expense	8	37,550	162,949	143,323	359,383
Interest expense	6,7	9,793	87,297	52,677	242,078
Development costs		287,346	717,284	1,460,702	2,055,963
Management fees	10	124,978	253,542	390,421	544,431
Marketing		52,942	265,115	311,837	360,040
Office and miscellaneous		608,383	130,145	1,477,939	288,206
Payroll expenses		217,125	143,199	746,249	256,463
Professional fees		43,525	126,650	114,916	399,397
Regulatory fees		26,238	79,393	56,477	94,656
Stock-based compensation	8,10	133,173	199,589	535,421	615,427
Travel		54,973	611	123,904	1,497
		(1,986,061)	(2,715,171)	(6,730,524)	(6,156,944)
Other income (expenses)					
Foreign exchange gain (loss)		(8,675)	(5,213)	(22,803)	2,778
Loss on debt settlement	7(c)	-	(133,295)	-	(133,295)
Net and comprehensive loss		\$ (1,961,563)	\$ (2,853,679)	\$ (6,700,328)	\$ (6,287,461)
Loss per share – basic and diluted		\$ (0.03)	\$ (0.04)	\$ (0.10)	\$ (0.10)
Weighted Average Number of Shares Outstanding		65,013,493	66,464,012	64,212,274	63,117,658

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

MINEHUB TECHNOLOGIES INC.

 Consolidated Interim Statement of Changes in Shareholders' Equity
 (Expressed in Canadian dollars)

	Notes	Share Capital		Equity Compensation Reserve	Equity Component of Convertible Debt Reserve	Deficit	Total Shareholders' Equity
		Number of Shares	Amount				
Balance, January 31, 2021		45,037,270	\$ 5,232,840	\$ 424,506	\$ 131,507	\$(7,737,675)	\$ (1,948,822)
Shares issued for cash, net of share issue cost	8	15,299,350	11,536,980	303,543	-	-	11,840,523
Shares issued as finders' fees	8	50,000	-	-	-	-	-
Cancellation of founders' shares and issued for prepaid services	8	(692,000)	(96,050)	-	-	-	(96,050)
Shares issued for services	8	431,000	253,000	-	-	-	253,000
Repayment and conversion of convertible debt	7,8	266,600	266,600	-	(21,739)	-	244,861
Compensation warrants	8	-	-	382,227	-	-	382,227
Exercise of warrants	8	150,000	112,500	-	-	-	112,500
Reallocation of fair value upon warrant exercise	8	-	31,756	-	(31,756)	-	-
Exercise of stock options	8	28,750	8,125	-	-	-	8,125
Reallocation of fair value upon stock option exercise	8	-	5,996	(5,996)	-	-	-
Stock-based compensation	8,10	-	-	565,427	-	-	565,427
Net and comprehensive loss for the period		-	-	-	-	(6,287,461)	(6,287,461)
Balance, October 31, 2021		60,570,970	\$ 17,351,747	\$ 1,669,707	\$ 78,012	\$(14,025,136)	\$ 5,074,330
Balance, January 31, 2022		60,603,493	\$ 17,228,945	\$ 1,962,707	\$ 104,334	\$(17,385,236)	\$ 1,910,750
Shares issued for cash, net of share issue cost	8	3,500,000	2,776,671	229,656	-	-	3,006,327
Repayment and conversion of convertible debt	7,8	810,000	406,8096	-	(16,305)	-	390,504
Exercise of warrants	8	100,000	64,000	-	-	-	64,000
Reclass of fair value upon warrant exercise	8	-	5,596	(5,596)	-	-	-
Reclass of fair value of expired compensation warrants	8	-	-	(279,517)	-	279,517	-
Options forfeited		-	-	(44,795)	-	44,795	-
Stock-based compensation	8,10	-	-	535,421	-	-	535,421
Net and comprehensive loss for the year		-	-	-	-	(6,700,328)	(6,700,328)
Balance, October 31, 2022		65,013,493	\$ 20,482,021	\$ 2,435,077	\$ 88,029	\$(23,761,252)	\$ (756,125)

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

MINEHUB TECHNOLOGIES INC.
Consolidated Interim Statements of Cash Flows
(Expressed in Canadian dollars)

	Nine Months Ended October 31, 2022	Nine Months Ended October 31, 2021
Cash provided by (used in):		
Operating activities		
Net loss	\$ (6,700,328)	\$ (6,287,461)
Item not effecting cash:		
Interest expense	52,677	242,078
Non-cash consulting fees	-	196,500
Non-cash finance expense	37,201	258,189
Stock-based compensation	535,421	615,427
Loss on debt settlement	-	133,295
Changes in non-cash working capital items:		
Accounts receivable	105,726	(191,146)
Prepaid expenses	413,830	(504,296)
Accounts payable and accrued liabilities	320,155	(185,184)
Deferred revenue	82,091	-
Net cash used in operating activities	(5,153,227)	(5,722,598)
Financing activities		
Proceeds from issuance of shares, net of issue costs	3,006,327	11,855,473
Proceeds from the exercise of warrants	64,000	112,500
Proceeds from the exercise of stock options	-	8,125
Loan repayment	(48,647)	(831,712)
Net cash provided by financing activities	3,021,680	11,144,386
Increase (decrease) in cash	(2,131,547)	5,421,788
Cash, beginning	2,940,996	456,179
Cash, ending	\$ 809,449	\$ 5,877,967

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

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

1. Nature and continuance of operations

MineHub Technologies Inc. (the “Company”) was incorporated in the province of British Columbia on February 19, 2018. The Company is engaged in the development and operation of a block-chain technology platform for the mining industry. The Company’s registered and records office is 400-725 Granville Street, Vancouver, British Columbia, V7Y 1G5. The Company’s head office is located at 717-1030 West Georgia Street, Vancouver, British Columbia, V6E 2Y3. On September 7, 2021, the Company’s common shares began trading on the TSX Venture Exchange (“TSX-V”) under the ticker MHUB and on the OTCQB under the ticker MHUBF.

These condensed consolidated interim financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at October 31, 2022, the Company has generated minimal revenues and has incurred losses since inception. The Company’s continuation as a going concern is dependent on its ability to generate future cash flows and/or obtain additional financing. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with cash on hand, loans from directors and companies controlled by directors and/or private placements of common stock. There is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These condensed consolidated interim financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

These condensed consolidated interim financial statements were authorized for issue by the Board of Directors on December 20, 2022.

2. Significant accounting policies

(a) Statement of compliance to International Financial Reporting Standards

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) have been omitted or condensed, and therefore these condensed consolidated interim financial statements should be read in conjunction with the Company’s January 31, 2022 audited annual consolidated financial statements and the notes to such financial statements.

(b) Basis of preparation

The condensed consolidated interim financial statements have been prepared based on historical costs modified where applicable. The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise noted. The policies set out below were consistently applied to all periods presented unless otherwise noted.

(c) Use of estimates and assumptions

The preparation of condensed consolidated interim financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company’s management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include fair value measurements for financial instruments, and the recoverability

MINEHUB TECHNOLOGIES INC.
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For the nine months ended October 31, 2022 and 2021
(Expressed in Canadian dollars)

2. Significant accounting policies (continued)

and measurement of deferred tax assets.

(d) Significant judgments

The preparation of condensed consolidated interim financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applying to the Company's condensed consolidated interim financial statements include:

- The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty; and
- Whether the expenditures incurred on the development of the Company's platform meets the criteria for recognition as an intangible asset pursuant to IAS 38 *Intangible Assets*. The Company has determined that to date the Company's platform under development does not meet the capitalization criteria. Consequently, the expenditures incurred that are directly attributable to its development have been expensed.
- The Company uses the Black-Scholes Option Pricing Model for valuation of stock-based compensation. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

(e) Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly-owned subsidiaries, Minehub (USA) Inc. MineHub Technologies China, MineHub Technologies Singapore Pte Ltd, and Minehub Technologies Netherlands B.V. All inter-company balances and transactions have been eliminated upon consolidation.

3. Development costs

On December 18, 2018, the Company entered into an agreement with The International Business Machines Corporation to collaboratively develop a block-chain enabled platform solution to track and trace minerals from miners to end buyers. During the year ended January 31, 2022, the Company engaged IBM Netherland B.V. ("IBM") and other various vendors to continue in the development process of the platform. During the nine months ended October 31, 2022, the Company incurred development costs of \$1,222,041 (2021 - \$1,786,570) (Note 5) with IBM.

4. Receivables

	October 31, 2022	January 31, 2022
Sales taxes recoverable	\$ 78,865	\$ 191,135
Other receivables	6,544	-
	\$ 85,409	\$ 191,135

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

5. Trade payables and accrued liabilities

	October 31, 2022	January 31, 2021
Trade payables (Note 10)	\$ 467,623	\$ 143,483
Other payables	400,000	-
IBM (Note 3)	-	387,572
Accrued liabilities	111,059	127,472
	\$ 978,682	\$ 658,527

6. Short-term loans

(a) On December 19, 2018, the Company entered into a loan agreement to borrow an amount of US \$80,000 (\$107,200) to be used for working capital, repayable in two months, bearing 5% interest per annum on default and has a bonus payment of US \$8,000 (\$10,720) on settlement recorded in interest expense during the year ended January 31, 2020. On July 31, 2020, the Company entered into an agreement with the lender to transfer the principal amount, bonus payment and accrued interest into a convertible debenture in the amount of \$126,500 (Note 7(a)).

(b) On December 19, 2018, the Company entered into a loan agreement to borrow an amount of US \$275,000 (\$368,610) to be used for working capital, repayable in two months, bearing 5% interest per annum on default and has a bonus payment of US \$15,000 (\$20,100) on settlement recorded in interest expense during the year ended January 31, 2020. On July 31, 2020, the Company entered into an agreement with the lender to transfer the principal amount, bonus payment and accrued interest into a combined convertible debenture in the amount of \$416,730 (Note 7(a)).

(c) On June 18, 2019, the Company entered into a loan agreement to borrow an amount of \$250,000 to be used for working capital. The loan bore interest at 10% per annum and was repayable on or before March 31, 2022. During the nine months ended October 31, 2022, the Company accrued \$Nil of interest (2021: \$7,659). On September 24, 2021, the Company repaid the loan and interest in full by paying \$306,712, resulting in a loss on debt settlement of \$14,300.

(d) In January 2020, the Company entered into a loan agreement to borrow an amount of \$75,000 to be used for working capital, repayable in two months, bearing 5% interest per annum and has a bonus payment of \$4,000 on settlement recorded in interest expense during the year ended January 31, 2020. On July 31, 2020, the Company entered into an agreement with the lender to transfer the principal amount, bonus payment and accrued interest into a combined convertible debenture in the amount of \$80,970 (Note 7(a)).

Details of movement of the short-term loans are as follows:

	October 31, 2022	January 31, 2022
Balance, beginning	\$ -	\$ 252,766
Loan repayments	-	(306,712)
Interest accrued	-	39,646
Loss on debt settlement	-	14,300
Balance, ending	\$ -	\$ -

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

7. Convertible notes

(a) On July 31, 2020, the Company entered into an agreement to combine four outstanding short-term loans into one convertible debenture with principal amount of \$791,000 (Note 6(a,b,d)). On July 15, 2022 the promissory note was restated to fully mature July 31, 2023. The lender has an option to convert all or a portion of the principal amount of \$664,500 and accrued interest into units of the Company at \$0.25 per unit and \$126,500 into common shares of the Company at \$0.25 per share. Each unit consists of one common share of the Company and one-half share purchase warrant entitling the holder to purchase one share of the Company at an exercise price of \$0.50 per share until July 31, 2024.

The convertible debenture is a compound financial instrument as it includes both a liability and equity components. On initial recognition, the Company determined the fair value of the liability component on the date of issue to be \$702,971. The fair value of the liability was determined by calculating the fair value of the future cash flows of the loan assuming a discount rate of 12%. The equity component of the debenture was determined to be \$88,029, which comprises of the principal value less the liability component.

Details of movement of the convertible promissory note are as follows:

		October 31, 2022		January 31, 2022
Balance, beginning of period	\$	788,014	\$	752,547
Loans amount converted or assigned		-		(40,000)
Accretion of convertible debenture		21,826		36,563
Interest accrued		28,322		38,904
Balance, end of period	\$	838,162	\$	788,014

(b) On January 21, 2021, the Company entered into two convertible promissory note agreements to borrow an amount of \$500,000 each for total proceeds of \$1,000,000. Each convertible note matured in one year on January 21, 2022 and bears interest of 10% per annum. As the Company did not complete an Initial Public Offering (“IPO”) within the first six month from the agreement date, the interest increased to 15% per annum. In addition, the Company issued 199,200 units to the lenders as a result of the delayed IPO (Note 8). The lenders were required to convert a minimum of 25% of the outstanding principal amount and accrued interest into common shares of the Company at \$0.50 per share on the event of an IPO (occurred September 7, 2021). The lenders have an option to convert all or any portion of the remaining 75% of the outstanding principal and accrued interest into common shares of the Company at \$0.50 per share. Additionally, the Company issued 150,000 share purchase warrants to each lender for total 300,000 share purchase warrants. Each purchase warrant entitles the holder to purchase one share of the Company at an exercise price of \$0.75 per share until January 21, 2023.

The convertible promissory notes are a compound financial instrument as it includes both a liability and equity components. On initial recognition, the Company determined the fair value of the liability component of each convertible note on the date of issue to be \$478,261. The fair value of the liability was determined by calculating the fair value of the future cash flows of the loan assuming a discount rate of 12%. The equity component of each promissory note was determined to be \$21,739, which comprises of the principal value less the liability component. The fair value of the 150,000 warrants for each promissory note was determined to be \$31,756 using Black-Scholes Option Pricing Model with the following assumptions: Number of warrants: 150,000; Risk free rate of 0.16%; Expected life of 2 years; Expected volatility of 100% and dividend yield on \$Nil. On April 16, 2021, the Company repaid in full the principal and accrued interest for total amount of \$525,000 of one convertible promissory note. On September 1, 2021, the remaining lender converted \$125,000 in principal and \$8,305 in interest in exchange for 266,600 common shares with a fair value of \$138,739. On February 1, 2022, the remaining \$375,000 of the principal was converted into 750,000 common shares with a fair value of \$391,354 (Note 8). The remaining \$48,647 of accrued interest was paid in cash.

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

7. Convertible notes (continued)

Details of movement of the convertible promissory note are as follows:

	October 31, 2022	January 31, 2022
Balance, beginning of period	\$ 422,003	\$ 898,681
Amount advanced (repaid)	(48,647)	(525,000)
Loans amount converted	(358,746)	(138,739)
Equity component of convertible debenture	(16,305)	27,173
Accretion of convertible debenture	-	95,676
Interest accrued	1,695	64,212
Balance, ending	\$ -	\$ 422,003

(c) On September 4, 2021, \$20,000 of the principal from the loan described in Note 7(a) was assigned to a new lender with the same terms. On December 8, 2021, the lender converted \$5,000 in principal into 20,000 common shares with a fair value of \$5,000 and 10,000 share purchase warrants (Note 8). On March 18, 2022, the lender converted the remaining \$15,455 in principal into 60,000 common shares with a fair value of \$15,455 and 30,000 share purchase warrants (Note 8).

Details of movement of the convertible promissory notes are as follows:

	October 31, 2022	January 31, 2022
Balance, beginning of period	\$ 15,366	\$ -
Loan amount assigned (Note 7(a))	-	20,000
Loan amount converted	(15,455)	(5,000)
Interest accrued	89	366
Balance, ending	\$ -	\$ 15,366

(d) On September 4, 2021, an additional \$20,000 of the principal from the loan described in Note 7(a) was assigned to a new lender with the same terms.

Details of movement of the convertible promissory note are as follows:

	October 31, 2022	January 31, 2022
Balance, beginning of period	\$ 20,404	\$ -
Loans amount assigned	-	20,000
Interest accrued	747	404
Balance, end of period	\$ 21,151	\$ 20,404

8. Share capital*Authorized share capital*

Unlimited common shares without par value

Issued share capital

At October 31, 2022, there were 65,013,493 issued and fully paid common shares (January 31, 2022 – 60,603,493).

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

8. Share capital (continued)

Share issuances

Nine Months Ended October 31, 2022:

On February 1, 2022, the Company issued 750,000 common shares with a fair value of \$391,354 pursuant to the conversion of \$375,000 in principal related to convertible debt outstanding (Note 7(b)).

On March 18, 2022, the Company issued 60,000 common shares and 30,000 share purchase warrants pursuant to the conversion of \$15,000 in principal related to convertible debt outstanding (Note 7(c)).

On March 23, 2022, the Company issued 100,000 common shares for gross proceeds of \$64,000 pursuant to the exercise of share purchase warrants. Pursuant to the exercise, a fair value reallocation between reserves and share capital in the amount of \$5,596 was made.

On April 1, 2022, the Company issued 3,500,000 common shares and 1,750,000 share purchase warrants for gross proceeds of \$3,150,000 pursuant to the closing of a non-brokered private placement. Using the residual value method, \$175,000 of the gross proceeds were allocated to the share purchase warrants. The Company incurred cash share issuance costs of \$147,522 and issued 162,500 broker warrants with a fair value of \$54,656, which were valued using the Black-Scholes Option Pricing Model with the following assumptions: Average risk free interest rate of 2.50%; expected life of 2 years; expected volatility of 100% and dividend yield of \$Nil.

Nine Months Ended October 31, 2021:

On February 8, 2021, the Company cancelled 500,000 common shares originally issued to a founder of the Company at \$0.0001 and on March 15, 2021 the Company cancelled 192,000 common shares issued at \$0.50 for prepaid services.

On March 1, 2021, the Company issued 200,000 common shares of the Company with a fair value of \$100,000 for prepaid services, recorded on the condensed consolidated interim statement of financial position. During the nine months ended October 31, 2021, the Company recognized \$33,333 in finance expense based on the services provided during the period. On March 15, 2021, the Company issued 156,000 common shares of the Company with a fair value of \$78,000 for prepaid services. During the nine months ended October 31, 2021, the Company recognized \$58,500 in consulting fees based on the services provided during the period.

On April 1, 2021, the Company issued 400,000 common shares of the Company at a price of \$0.375 per share for gross proceeds of \$150,000. The fair value of the shares was determined to be \$0.50 per share and accordingly, stock-based compensation expense of \$50,000 for the difference in fair value was recognized. On April 13, 2021, the Company issued 4,780,000 common shares of the Company at a price of \$0.50 for gross proceeds of \$2,390,000. In connection with the issuances, the Company incurred cash share issuance costs of \$14,950.

On May 3, 2021, the Company entered into a service agreement with Red Cloud Financial Services Inc. ("RCFS") whereby the Company will pay RCFS \$10,000 per month for 6 months by issuing total 75,000 common shares. On June 15, 2021, the Company issued 75,000 common shares with a fair value of \$75,000 to RCFS pursuant to the service agreement.

On June 10, 2021, the Company issued 9,200,000 subscription receipts in connection with a brokered private placement and issued 919,350 subscription receipts in connection with a non-brokered placement at \$1.00 per subscription receipts for total gross proceeds of \$10,119,350. In connection with the brokered private placement, the Company paid \$50,000 in cash and issued 50,000 common shares with a fair value of \$50,000 to finders and incurred legal costs totaling \$76,174 in connection with the placement.

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

8. Share capital (continued)*Share issuances (continued)*

On August 26, 2021, the Company satisfied the escrow release conditions relating to the private placements, including the acceptance of the Company's final prospectus dated August 18, 2021 and conditional approval from the TSX-V to list the issued and outstanding common shares of the Company. Accordingly, 10,119,350 common shares were issued to the holders of the subscription receipts and \$9,391,647 in cash was released from escrow, which represents the net proceeds after accounting for additional agents' fees of \$727,703. Also in connection with the close of the private placement, a total of 599,800 agent warrants with a fair value of \$303,543 were issued.

On September 1, 2021, the Company settled \$125,000 in principal and \$8,305 in interest in exchange for 266,600 common shares with a fair value of \$266,600 (Note 7 (c)).

During the nine months ended October 31, 2021, the Company issued 150,000 common shares pursuant to the exercise of 150,000 warrants at an exercise price of \$0.50 per warrant for gross proceeds of \$112,500. Pursuant to the exercise, a fair value reallocation between the equity component of convertible debt reserve and share capital in the amount of \$31,756 was made.

During the nine months ended October 31, 2021, the Company issued 28,750 common shares pursuant to the exercise of 28,750 options exercise prices of \$0.25 and \$0.50 per option for gross proceeds of \$8,125. Pursuant to the exercise, a fair value reallocation between reserves and share capital in the amount of \$5,996 was made.

Warrants

Warrant transactions are summarized as follows:

	Number of warrants	Weighted average exercise price
Warrants outstanding, January 31, 2021	3,762,944	\$ 0.53
Issued	2,309,800	\$ 0.58
Exercised	(162,523)	\$ 0.77
Warrants outstanding, January 31, 2022	5,910,221	\$ 0.54
Issued	1,942,500	\$ 1.48
Exercised	(100,000)	\$ 0.64
Expired	(1,723,744)	\$ 0.46
Warrants outstanding, October 31, 2022	6,028,977	\$ 0.87

MINEHUB TECHNOLOGIES INC.

Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

(Expressed in Canadian dollars)

8. Share capital (continued)*Warrants (continued)*

Details of warrants outstanding as at October 31, 2022 are as follows:

Exercise Price	Expiry Date	Balance, end of year
\$0.50	November 14, 2022	2,215,200
\$0.75	January 21, 2023	150,000
\$0.50	January 31, 2023	176,000
\$0.50	March 31, 2023	240,000
\$0.50	April 29, 2023	80,000
\$0.50	March 1, 2023	700,000
\$1.00	August 26, 2023	515,277
\$1.50	July 31, 2023	10,000
\$0.50	July 23, 2023	30,000
\$1.50	April 1, 2024	1,912,500
		6,028,977

At October 31, 2022, the weighted-average remaining contractual life of warrants outstanding was 0.61 years.

Subsequent to the end of the period, 2,215,000 warrants expired and the Company issued 297,500 finders' warrants exercisable at \$0.20 for a period of one year (Note 13).

On February 1, 2021, the Company issued 500,000 compensation warrants at an exercise price of \$0.25 per share with an expiry date one year from the date that the Company completes a listing of its common shares on a Canadian stock exchange, which was estimated to be August 31, 2021 and actually occurred on September 7, 2021. The compensation warrants vest according to the following schedule: 25% three months from the listing date, 25% six months from the listing date, 25% nine months from the listing date and 25% twelve months from the listing date. The total fair value of the compensation warrants was determined to be \$161,760 using the Black-Scholes Option Pricing Model with the following assumptions: average risk-free interest rate of 0.23%; expected life of 1.58 years; expected volatility of 100% and dividend yield of \$Nil. On September 7, 2022, the warrants expired unexercised. Accordingly, an amount of \$161,760 was transferred to deficit during the nine months ended October 31, 2022.

On February 1, 2021, the Company issued 500,000 compensation warrants at an exercise price of \$0.50 per share with an expiry date one year from the date that the Company completes a listing of its common shares on a Canadian stock exchange, which was estimated to be August 31, 2021 and actually occurred on September 7, 2021. The compensation warrants vest according to the following schedule: 25% on the listing date, 25% three months from the listing date, 25% six months from the listing date and 25% nine months from the listing date. The total fair value of the compensation warrants was determined to be \$117,757 using the Black-Scholes Option Pricing Model with the following assumptions: average risk-free interest rate of 0.23%; expected life of 1.58 years; expected volatility of 100% and dividend yield of \$Nil. On September 7, 2022, the warrants expired unexercised. Accordingly, an amount of \$117,757 was transferred to deficit during the nine months ended October 31, 2022.

On March 1, 2021, the Company issued 700,000 compensation warrants in exchange for services at an exercise price of \$0.50 per share with an expiry date of March 1, 2023. The compensation warrants vest immediately. The total fair value of the compensation warrants was determined to be \$182,995 using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 0.49%; expected life of 2 years; expected volatility of 100% and dividend yield of \$Nil. The Company recognized \$182,995 in prepaid expense and is amortizing the prepaid expense over the service period of two years. During the nine months ended

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8. Share capital (continued)

Warrants (continued)

October 31, 2022, the Company recognized \$106,122 in finance expense on the condensed consolidated interim statement of comprehensive loss (2021 - \$60,999).

On August 26, 2021 and September 3, 2021, in connection with the June 10, 2021 private placement, the Company granted 527,800 and 72,000 agent warrants, respectively at an exercise price of \$1.00 per share with an expiry date two and one years from the grant date, respectively. The total fair value of the agent warrants was determined to be \$303,543 using the Black-Scholes Option Pricing Model with the following assumptions: average risk-free interest rate of 0.46%; expected life of 1.88 years; expected volatility of 100% and dividend yield of \$Nil. The Company recognized \$303,543 in share issuance costs pertaining to the grant.

Stock options

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time-to-time, in its discretion, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed a rolling 10% of the Company's issued and outstanding common shares at the time the options are granted.

Stock options transactions are summarized as follows:

	Number of options	Weighted average exercise price
Options outstanding, January 31, 2021	4,405,000	\$ 0.29
Issued	1,255,000	0.95
Exercised	(28,750)	0.28
Cancelled	(36,250)	0.33
Options outstanding, January 31, 2022	5,595,000	\$ 0.44
Issued	700,000	0.36
Cancelled	(85,000)	0.85
Options outstanding, October 31, 2022	6,210,000	\$ 0.42
Options exercisable, October 31, 2022	3,576,250	\$ 0.35

Subsequent to the end of the period, 385,000 options expired and the Company granted 600,000 options at \$0.25 exercisable for a period of five years.

On April 13, 2021, the Company granted 125,000 stock options to consultants of the Company at an exercise price of \$0.50 per common share for a period of five years ending April 13, 2026. The options vest in four equal parts over two years ending April 13, 2023. The total value of these options on grant date was \$46,408 and the Company recognized \$3,865 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 0.93%; expected life of 5 years; expected volatility of 100% and dividend yield of \$Nil.

On September 2, 2021, the Company granted 520,000 stock options to consultants of the Company at an exercise price of \$1.00 per common share for a period of five years ending September 2, 2026. Of the options, 60,000 vested immediately and \$44,795 in stock-based compensation was recorded, determined using the same assumptions as below. The remaining options vest in four equal parts over two years ending September 2, 2023. The total value of these options on grant date was \$343,425 and the Company recognized \$139,604 in stock-

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8. Share capital (continued)

Stock options (continued)

based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.56%; expected life of 5 years; expected volatility of 100% and dividend yield of \$Nil.

On November 1, 2021, the Company granted 500,000 stock options to consultants of the Company at an exercise price of \$1.06 per common share for a period of five years ending November 1, 2026. The options vest in four equal parts over two years ending November 1, 2023. The total value of these options on grant date was \$369,500 and the Company recognized \$195,757 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.56%; expected life of 5 years; expected volatility of 100% and dividend yield of \$Nil.

On January 4, 2022, the Company granted 10,000 stock options to a consultant of the Company at an exercise price of \$1.00 per common share for a period of 20 months ending September 17, 2023. The options vest after certain performance milestones are achieved. The total value of these options on grant date was \$4,709 and the Company recognized \$Nil in stock-based compensation expense for the portion of options vested nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.26%; expected life of 1.72 years; expected volatility of 100% and dividend yield of \$Nil.

On January 5, 2022, the Company granted 100,000 stock options to a consultant of the Company at an exercise price of \$0.97 per common share for a period of five years ending January 5, 2027. The options vest in four equal parts over two years ending January 5, 2024. The total value of these options on grant date was \$75,383 and the Company recognized \$46,705 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.67%; expected life of 5 years; expected volatility of 100% and dividend yield of \$Nil.

On February 1, 2022, the Company granted 100,000 stock options, which are exercisable at \$0.93 for a period of 5 years. The options vest in four equal parts over two years ending February 1, 2024. The total value of these options on grant date was \$54,444 and the Company recognized \$38,759 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 1.79%; expected life of 5 years; expected volatility of 74% and dividend yield of \$Nil.

On July 29, 2022, the Company granted 160,000 stock options, which are exercisable at \$0.30 for a period of 5 years. The options vest in four equal parts over two years ending July 29, 2024. The total value of these options on grant date was \$25,306 and the Company recognized \$6,759 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 2.83%; expected life of 5 years; expected volatility of 74% and dividend yield of \$Nil.

On September 16, 2022, the Company granted 440,000 stock options, which are exercisable at \$0.25 for a period of 5 years. The options vest in four equal parts over two years ending September 16, 2024. The total value of the options on grant date was \$51,109 and the Company recognized \$6,590 in stock-based compensation expense for the portion of options vested during the nine months ended October 31, 2022, determined using the Black-Scholes Option Pricing Model with the following assumptions: risk-free interest rate of 3.24%; expected life of 5 years; expected volatility of 74% and dividend yield of \$Nil.

MINEHUB TECHNOLOGIES INC.

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8. Share capital (continued)*Stock options (continued)*

During the nine months ended October 31, 2021, the Company recorded a total of \$535,421 (2021: \$615,427) in stock-based compensation expense, including \$97,382 in stock-based compensation expense recognized for stock options previously granted.

9. Reserves*Equity compensation reserve*

The equity compensation reserve records items recognized as stock-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised and cancelled, the amount recorded is transferred to deficit.

Equity component of convertible debt reserve

The convertible debt reserve records the equity component of convertible debt with liability and equity components. On conversion, the amount recorded is transferred to share capital.

10. Related party transactions

Related party transactions are as follows:

	Three Months Ended October 31		Nine Months Ended October 31,	
	2022	2021	2022	2021
Administrative services	\$ 15,000	\$ -	\$ 30,000	\$ -
Management fees	124,978	253,541	390,421	544,431
Payroll expenses	32,984	27,184	115,215	82,053
	\$ 172,962	\$ 280,725	\$ 535,636	\$ 626,484

Key management compensation is as follows:

	Three Months Ended October 31		Nine Months Ended October 31,	
	2022	2021	2022	2021
Aggregate compensation	\$ 172,962	\$ 280,725	\$ 535,636	\$ 626,484
Stock-based compensation (Note 8)	12,819	71,807	71,871	331,449
	\$ 185,781	\$ 352,532	\$ 607,507	\$ 957,933

At October 31, 2022, included in accounts payable and accrued liabilities is \$Nil (January 31, 2022 - \$7,652) due to directors and officers or companies controlled by directors and officers. These amounts are unsecured, non-interest bearing and have no fixed payment terms (Note 5).

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11. Financial instruments and risks

(a) Fair values

The fair values of cash, receivables, accounts payable, short-term loans and convertible notes approximate their carrying values due to the short-term to maturities of these financial instruments.

(b) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk.

(c) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash. The risk in cash is managed through the use of a major financial institution which has a high credit quality as determined by rating agencies. Credit risk is assessed as low.

(d) Foreign exchange rate risk

Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. The Company is exposed to foreign exchange risk on fluctuations related to cash, receivables, and accounts payable denominated in US dollars, GBP, Euros, SGD, and RMB. has significant liabilities denominated in foreign currencies; therefore, foreign exchange risk is assessed as high.

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in US dollars:

	As at	
	October 31, 2022	January 31, 2022
Cash	\$ 5,923	\$ 17,230
Accounts receivable	6,544	-
Accounts payable	(10,416)	(40,070)
	\$ 2,051	\$ (22,840)

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in Euros:

	As at	
	October 31, 2022	January 31, 2022
Cash	\$ 9,174	\$ 398,043
Receivables	31,873	141,975
Accounts payable	(126,229)	(412,717)
	\$ (85,182)	\$ 127,301

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Notes to Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2022 and 2021

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11. Financial instruments and risks (continued)

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in British Pound Sterling:

	As at	
	October 31, 2022	January 31, 2022
Accounts payable	\$ (300,685)	\$ -
	\$ (300,685)	\$ -

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in SGD:

	As at	
	October 31, 2022	January 31, 2022
Cash	\$ 18,521	\$ -
Receivables	410	-
Accounts payable	(2,154)	-
	\$ 16,777	\$ -

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in RMB:

	As at	
	October 31, 2022	January 31, 2022
Cash	\$ 1,730	\$ -
Accounts payable	(922)	-
	\$ 808	\$ -

Based on the above net exposures, as at October 31, 2022, a 5% change in the US dollar to the Canadian dollar, Euro to the Canadian dollar, British Pound Sterling to the Canadian dollar, Singaporean dollar to Canadian dollar, and Chinese Renminbi to Canadian dollar, would impact the Company's net loss by \$100, \$4,250, \$15,000, \$850 and \$Nil respectively (January 31, 2022 - \$1,000, \$6,000, \$Nil, \$Nil and \$Nil, respectively).

(e) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company requires funds to finance its business development activities. In addition, the Company needs to raise equity financing to carry out its research and development activities. There is no assurance that financing will be available or, if available, that such financings will be on terms acceptable to the Company. Liquidity risk is assessed as high.

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12. Capital management

The Company's capital structure consists of share capital. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. 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 is dependent on external financing to fund its activities. In order to carry out research and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. Management reviews its capital management approach on an ongoing 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 since inception. The Company is not subject to externally imposed capital requirements.

13. Subsequent event

In November 2022, the Company closed a private placement financing for gross proceeds of \$2,520,000 through the issuance of 12,600,000 shares at \$0.20 per share. In relation to the financing, the Company issued 297,500 finders' warrants exercisable at \$0.20 for a period of one year.