

**Largo Physical Vanadium Corp.**

**Unaudited Interim Financial Statements**

**For the three and nine months ended September 30, 2023**

**And for the 3 months ended September 30, 2022, and period from date of incorporation,  
January 20, 2022 to September 30, 2022**

**Expressed in United States Dollars**

## MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying financial statements for Largo Physical Vanadium Corp. were prepared by management in accordance with International Financial Reporting Standards (IFRS). Management acknowledges responsibility for the fair preparation and presentation of the financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Company's circumstances. In the opinion of management, the financial statements have been prepared within acceptable limits using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements and (ii) the financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented by the financial statements.

The Company's board of directors is responsible for reviewing and approving the financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

"Paul Vollant" Chief Executive Officer

"Carmelo Marrelli" Chief Financial Officer

Largo Physical Vanadium Corp.  
Interim Statement of Financial Position  
(Unaudited, Expressed in United States Dollars)

As at	Note(s)	September 30, 2023	December 31, 2022
<b>Current assets</b>			
Cash and cash equivalents		\$ 15,920	\$ 6,357,417
Prepaid assets	4,8	37,450	5,385,179
Sales tax receivable		873,052	89,281
<b>Total current assets</b>		<b>926,422</b>	<b>11,831,877</b>
<b>Non-current assets</b>			
Vanadium assets	4,8	21,311,666	16,226,389
<b>Total assets</b>		<b>\$ 22,238,088</b>	<b>\$ 28,058,266</b>
<b>Liabilities and Shareholders' Equity</b>			
<b>Current liabilities</b>			
Accounts payable and accruals		\$ 268,322	\$ 462,758
<b>Total current liabilities</b>		<b>268,322</b>	<b>462,758</b>
<b>Non-current liabilities</b>			
Deferred tax liability		-	329,716
<b>Total liabilities</b>		<b>268,322</b>	<b>792,474</b>
<b>Shareholder' equity</b>			
Common shares	5	28,103,888	28,103,888
Retained Earnings (Deficit)		(6,134,122)	(838,096)
<b>Total Shareholders' equity</b>		<b>21,969,766</b>	<b>27,265,792</b>
<b>Total liabilities and shareholders' equity</b>		<b>\$ 22,238,088</b>	<b>\$ 28,058,266</b>

Approved by:

"Jonathan Lee"	Director
"Larry Ciccarelli"	Director

Largo Physical Vanadium Corp.  
Interim Statement of Comprehensive Income (Loss)  
(Unaudited, Expressed in United States Dollars)

	Notes	Three months ended September 30, 2023	Three months ended September 30, 2022	Nine months ended September 30, 2023	January 20, 2022, to September 30, 2022
<b>Income</b>					
Interest income		\$ -	\$ 156,037	\$ -	\$ 156,037
Loss on revaluation of vanadium	4	(2,322,103)	(394,193)	(4,826,786)	(394,193)
<b>Expenses</b>					
Bank charges		445	457	1,793	1,071
Professional fees		183,528	236,173	458,533	385,205
Listing fees		-	835,927	-	1,300,845
Management fees	8	50,165	19,040	172,213	19,040
General and administrative		125,115	6,538	217,718	14,853
<b>Total expenses</b>		<b>359,253</b>	<b>1,098,135</b>	<b>850,257</b>	<b>1,721,014</b>
<b>Loss from operations</b>		<b>(2,681,356)</b>	<b>(1,336,291)</b>	<b>(5,677,043)</b>	<b>(1,959,170)</b>
<b>Other income and expense</b>					
Foreign exchange gain (loss)		(1,769)	223,461	51,301	229,672
<b>Loss before income taxes</b>		<b>(2,683,125)</b>	<b>(1,112,830)</b>	<b>(5,625,742)</b>	<b>(1,729,498)</b>
Income tax recovery		-	-	(329,716)	-
<b>Net Loss</b>		<b>(2,683,125)</b>	<b>(1,112,830)</b>	<b>(5,296,026)</b>	<b>(1,729,498)</b>
Cumulative translation adjustment		-	(986,326)	-	(986,916)
<b>Net and Comprehensive Loss</b>		<b>\$ (2,683,125)</b>	<b>\$ (2,099,156)</b>	<b>\$ (5,296,026)</b>	<b>\$ (2,716,414)</b>

Income (loss) per share attributable to equity holders

<b>Basic</b>	10	(0.16)	(0.37)	(0.31)	(1.39)
<b>Diluted</b>	10	(0.16)	(0.37)	(0.31)	(1.39)

Largo Physical Vanadium Corp.  
Interim Statement of Changes in Shareholders' Equity (Deficit)  
(Unaudited, Expressed in United States Dollars)

Nine months ended September 30, 2023	Note(s)	Common shares (#)	Common shares (\$)	Retained Earnings (Deficit)	Shareholders' equity
Balance at January 1, 2023		16,816,799	\$ 28,103,888	\$ (838,096)	\$ 27,265,792
Comprehensive loss for the period		-	-	(5,296,026)	(5,296,026)
<b>Balance at September 30, 2023</b>		<b>16,816,799</b>	<b>\$ 28,103,888</b>	<b>\$(6,134,122)</b>	<b>\$ 21,969,766</b>

From January 20, 2022, to September 30, 2022	Note(s)	Common shares (#)	Common shares (\$)	Accumulated other comprehensive income (loss)	Retained Earnings (Deficit)	Shareholders' equity
Balance at January 20, 2022		-	\$ -	\$ -	\$ -	\$ -
Comprehensive loss for the period		-	-	(986,916)	(1,729,498)	(2,716,414)
Issuance of common shares	5	316,600	500,000	-	-	500,000
Private placement	5	15,110,000	22,893,939	-	-	22,893,939
Share issue costs	5		(483,360)	-	-	(483,360)
Common shares for contribution in-kind	4	890,000	5,503,146	-	-	5,503,146
Shares issued in Qualifying Transaction	5	500,199	692,629	-	-	692,629
<b>Balance at September 30, 2022</b>		<b>16,816,799</b>	<b>\$ 29,106,354</b>	<b>\$ (986,916)</b>	<b>\$ (1,729,498)</b>	<b>\$ 26,389,940</b>

**Largo Physical Vanadium Corp.**  
**Interim Statement of Cash Flows**  
**(Unaudited, Expressed in United States Dollars)**

	<i>Note(s)</i>	January 1, 2023, to September 30, 2023	January 20, 2022, to September 30 2022
<b>Cash flows used in operating activities</b>			
Net loss for the period		\$ (5,296,026)	\$ (1,729,498)
Non-cash items			
Unrealized foreign exchange gain		(40,405)	(224,754)
Loss on revaluation of vanadium		4,826,786	394,193
Excess of fair value over net assets acquired		-	591,378
Deferred tax liability		(329,716)	-
		(839,361)	(968,681)
Changes in non-cash working capital balances			
Prepaid assets		16,308	(378,739)
Sales tax receivable		(783,771)	(39,323)
Accounts payable and accrued liabilities		(194,436)	766,181
		(1,801,260)	(620,562)
<b>Cash flows used in investing activities</b>			
Purchases of vanadium		(4,597,197)	-
Cash acquired in qualifying transaction		-	112,978
		(4,597,197)	112,978
<b>Cash flows from financing activities</b>			
Proceeds from share issuance	5	-	500,000
Proceeds from private placement		-	22,893,939
Share issue costs		-	(483,360)
		-	22,910,579
<b>Foreign exchange on cash</b>			
		56,960	13,820
<b>Foreign currency translation impact</b>		-	(794,961)
<b>Net change in cash</b>		(6,341,497)	21,621,854
<b>Cash and cash equivalents, beginning of period</b>			
		6,357,417	-
<b>Cash and cash equivalents, end of period</b>		\$ 15,920	\$ 21,621,854
Purchase of vanadium	4		(5,503,146)
Shares issued for in-kind contribution	4,5		5,503,146

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**Largo Physical Vanadium Corp.**  
**Notes to the Interim Financial Statements**  
**For the three and nine months ended September 30, 2023**  
**(Unaudited, Expressed in United States Dollars)**

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**1. Nature of operations and going concern**

Largo Physical Vanadium Corp. (“the Company”) was incorporated on January 20, 2022, under the Business Corporations Act (British Columbia). Largo Physical Vanadium Corp.’s registered office is located at 666 Burrard Street, Suite 1700, Park Place, Vancouver, British Columbia, V6C 2X8. The Company is listed on the TSX Venture Exchange (“TSX-V”) under the symbol “VAND.V”.

The Company was formed by Largo, Inc. (“Largo”), the ultimate parent company of LPV and Term Oil Inc. (“Term Oil”), with the aim of creating a publicly traded investment vehicle that would invest in and hold substantially all of its assets in vanadium in physical form. The Company aims to provide a secure, convenient and exchange-traded investment alternative for investors interested in direct investment exposure to physical vanadium and not speculate with regard to short-term changes in vanadium prices.

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for the next twelve months. Realization values may be substantially different from carrying values as shown and these consolidated financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

**2. Basis of preparation**

**2.1 Statement of compliance**

These unaudited interim financial statements (“financial statements”) of the Company have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting* (“IAS 34”), as issued by the International Accounting Standards Board (“IASB”), effective for the reporting period ended September 30, 2023.

The financial statements were authorized for issuance by the board of directors of the Company on November 27, 2023.

The financial statements have been prepared following the same accounting policies and methods of computation as the annual audited financial statements for the period from date of incorporation January 20, 2022 to December 31, 2022. Certain information and disclosures normally required under IFRS have been condensed or have been disclosed on an annual basis only. Accordingly, the interim financial statements should be read in conjunction with the annual audited financial statements and the notes thereto for the period from date of incorporation January 20, 2022 to December 31, 2022.

**2.2 Basis of measurement**

These financial statements have been prepared on a historical cost basis except for vanadium balances which are carried at fair value.

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### **2.3 Going concern**

At September 30, 2023, the Company had not generated any operating revenue with the exception of one sale to a related party and requires additional financing to meet its planned operations for the next twelve months. Both of these factors indicate the existence of material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern and, therefore, that it may be unable to realize its assets and discharge its liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent upon the ability of the Company to generate positive cash flows from its operations, including through any sales of vanadium and to raise additional financing.

These financial statements do not give effect to any adjustments that would be necessary should the Company not be able to continue as a going concern.

### **2.4 Functional and presentation currency**

These financial statements are presented in United States Dollars, which is also the Company's functional currency and presentation currency.

IFRS requires that the functional currency be determined using the currency of the primary economic environment in which the Company operates. Effective October 1, 2022, the Company's functional currency changed from Canadian dollars to United States dollars ("U.S. dollars") as a result of the commencement of its strategy of vanadium purchases for the purpose of long-term price appreciation in the fourth quarter of 2022. As all vanadium purchases are made in U.S. dollars, this is the currency that best reflects the underlying transactions, events and conditions relevant to the Company. The change in functional currency from Canadian dollars to U.S. dollars is accounted for prospectively from October 1, 2022. The exchange rate used to translate the statement of financial position to reflect the change in functional currency upon adoption is \$0.73. The Company also elected to change its presentation currency to U.S. dollars effective October 1, 2022. Prior quarter information is also restated to present the financial results in the presentation currency using the rate of \$0.73 for the Interim Statement of Financial Position and the rate of \$0.78 for the Interim Statement of Comprehensive Income (loss).

## **3. Summary of significant accounting policies**

### **3.1 Significant accounting judgments and estimates**

The preparation of the Financial Statements in conformity with IAS 34 requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Financial Statements and reported amounts of revenues and expenses during the reporting period. Management is required to apply judgment and estimates in determination of appropriate accounting for the Qualifying Transaction, classification of physical vanadium and any provisions. By their nature, these judgments and estimates are subject to measurement uncertainty and are reviewed periodically and adjustments, if necessary, are made in the period in which they are identified. Actual results could differ from those estimates.

### **3.2 New standards, amendments and interpretations**

The following amendments to various IFRS standards are mandatorily effective for reporting

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periods beginning on or after January 1, 2023:

- Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2);
- Definition of Accounting Estimates (Amendments to IAS 8); and
- Deferred Tax Related to Assets and Liabilities arising from a Single Transaction (Amendment to IAS 12).

The Company has determined that the amendments have no impact on the interim financial statements as at September 30, 2023.

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Company has decided not to adopt early.

The following amendments are effective for the period beginning January 1, 2024:

- IFRS 16 Leases (Amendment - Liability in a Sale and Leaseback)
- IAS 1 Presentation of Financial Statements (Amendment - Classification of Liabilities as Current or Non-current)
- IAS 1 Presentation of Financial Statements (Amendment - Non-current Liabilities with Covenants)

The Company is currently assessing the impact of these new accounting standards and amendments.

#### 4. Vanadium assets

During the nine-month period ended September 30, 2023, the Company entered into various agreements relating to the purchase and sale of physical vanadium, as described below. A continuity of vanadium held by the Company during the period from January 1, 2023 to September 30, 2023 and January 20, 2022 to December 31, 2022 is as follows:

	Volume (MT)	Amount (\$)
Opening balance as at January 1, 2023	600	16,226,389
Purchases during the period	540	10,943,926
Sales during the period	(40)	(829,269)
Change in fair value	-	(5,029,380)
Ending balance as at September 30, 2023	1,100	21,311,666
	Volume (MT)	Amount (\$)
Opening balance as at January 20, 2022	-	-
In-kind contribution	140	5,317,360
Purchases during the period	460	10,027,075
Change in fair value	-	881,954
Ending balance as at December 31, 2022	600	16,226,389

#### *In-kind contribution*

On September 15, 2022, concurrently with the closing of the Qualifying Transaction, the Company received an in-kind contribution of 140 metric tons (“MT”) of vanadium from Largo in exchange for the issuance of 890,000 common shares of the Company. This contribution

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was initially recognized in accordance with IFRS 2, *Share-based payments*, (“IFRS 2”) with reference to the fair value of vanadium acquired. The fair value of vanadium at the date of acquisition was \$5,317,360.

*Sale of Vanadium*

During the nine-month period ended September 30, 2023, the Company sold vanadium for \$1,031,862 to Largo which was originally purchased for \$829,269. This resulted in a difference of \$202,593 which was used to reduce cash payments to Largo Commodities Trading Ltd. (“LCTL”) for additional purchases. This transaction was done to swap trioxide for ferrovandium.

*Prepaid vanadium*

The Company had \$ nil prepayments of as at September 30, 2023 for the purchase of vanadium from Largo (December 31, 2022- \$5,331,421 for the purchase of 260 MT).

**5. Share capital**

*Authorized*

The Company is authorized to issue an unlimited number of common shares without par value.

*Issued*

The following table represents the common shares issued by the Company as at December 31, 2022, and September 30, 2023:

		Number	Amount (\$)
Issuance of shares	(i)	316,600	463,284
Private placement	(ii)	15,110,000	21,653,998
Issuance of shares for in-kind contribution	(iii)	890,000	5,317,360
Shares issued in Qualifying Transaction	(iv)	500,199	669,246
Balance as at December 31, 2022		16,816,799	28,103,888
Balance as at September 30, 2023		16,816,799	28,103,888

- (i) On March 2, 2022, the Company (then LPV PrivateCo) issued 316,600 common shares at a price of \$1.46 (\$2.00 CAD) per share for gross proceeds of \$463,284. Of the common shares issued, 158,300 were issued to Largo. The Statement of Changes in Shareholders Equity for the period ended September 30, 2022, shows a value for the issuance of shares of \$500,000. The difference is due to the change in the presentation currency in the fourth quarter of 2022.
- (ii) On April 14, 2022, the Company (then LPV PrivateCo) closed a brokered private placement through the issuance of 15,110,000 subscription receipts (“Subscription Receipts”) at a price of \$1.46 (\$2.00 CAD) Per Subscription Receipt for a gross amount of \$22,121,040. The gross funds, net of \$467,042 in certain legal expenses and fees payable to agents associated with the private placement (“Escrowed Amount”), were held in escrow with Computershare Trust Company of Canada (“Subscription Receipt Agent”), to be released to the Company upon the closing of the Qualifying Transaction. Each Subscription Receipt was exchangeable, at no additional consideration, for a common share of the Company upon the satisfaction of certain escrow release conditions precedent to the Qualifying Transaction. Concurrently with the closing of the Qualifying Transaction, the Company issued

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15,110,000 common shares to the holders of Subscription Receipts and the Subscription Receipt Agent released the Escrowed Amount, plus \$162,162 in the form of interest earned on the Escrowed Amount for the period ended December 31, 2022. Costs related to the private placement have been recorded against the gross receipts, as share issuance costs. The Statement of Changes in Shareholders Equity for the period ended September 30, 2022, shows a value for the private placement net of issuance costs of \$22,410,579. The difference is due to the change in the presentation currency in the fourth quarter of 2022.

- (iii) Concurrently with the closing of the Qualifying Transaction, on September 15, 2022, the Company issued 890,000 common shares in exchange for in-kind contribution of vanadium from Largo. The value attributed to the shares was measured in reference to the fair value of the goods received.
- (iv) In connection with the Amalgamation, on September 15, 2022, 457,135 common shares were issued in exchange for 3,450,000 common shares of Column (using the exchange ratio of 7.547:1.000). Additionally, immediately prior to the closing of the Amalgamation, holders of Column's 225,000 options and 100,000 warrants exercised their rights to convert these options and warrants into common shares, which were exchanged for 43,064 (post-consolidation) shares, resulting in a total issuance of 500,199 shares with regards to the Qualifying Transaction.

## **6. Financial instruments**

The Company has classified its financial instruments in accordance with IFRS into various categories as described in its accounting policies.

The fair values of financial instruments are classified and measured according to the following three levels based on the fair value hierarchy.

Level 1: quoted prices in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly.

Level 3: inputs for the asset or liability that are not based on observable market data.

There were no transfers between levels during the period.

Physical vanadium is measured at fair value. The fair value measurement of all vanadium falls within Level 1 of the hierarchy and is based on published price quotations.

The carrying values of cash and cash equivalents and accounts payable and accrued liabilities approximate their fair values due to the immediate or short-term nature of these securities.

The Company does not have any instruments carried at fair value categorized in Level 3 as at period end.

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instruments. The Company uses leading commodities media organizations that provide commodity prices and publish these prices and methodologies used which is also publicly disclosed. There is sufficient volume of vanadium transactions such that the Company can rely on the listed price of commodity

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obtained from the sources. Additionally, the published prices differ depending on where the vanadium is located. The vanadium industry generally relies on these prices as well. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

**Risk management**

The Company's board of directors has overall responsibility for the determination of the Company's risk management objectives and policies while retaining ultimate responsibility for them. The Company is exposed to a variety of financial risks by virtue of its activities: market risk, credit risk, interest rate risk, liquidity risk and foreign currency risk.

Risk management is carried out by the board of directors, who identify and evaluate financial risks in close cooperation with management. The Company is not exposed to significant interest rate or credit risks arising from its financial instruments.

*Liquidity risk*

Liquidity risk is the risk that the Company encounters difficulty in meeting its obligations associated with financial liabilities. Liquidity risk includes the risk that, as a result of operational liquidity requirements, the Company will not have sufficient funds to settle a transaction on the due date; will be forced to sell financial assets at a value which is less than what they are worth; or may be unable to settle or recover financial assets. Liquidity risk arises from accounts payable and accrued liabilities and commitments. The Company continues to focus on maintaining adequate liquidity in order to meet operating working capital requirements and capital expenditures.

The Company continues to focus on maintaining adequate liquidity in order to meet operating working capital requirements and capital expenditures. As at September 30, 2023, the Company had cash of \$15,920 (December 31, 2022: \$6,357,417), which it expects to primarily use to fund operating costs and some small purchases of physical vanadium in accordance with the Company's business plan. It is intended that, after accounting for the costs of the Qualifying Transaction and amounts required to fund operating costs, the Company will expend substantially all funds raised on the purchase of physical vanadium. Pursuant to the Company's investment policy, 90% of the total net assets of the Company will be held in physical vanadium, provided however that in circumstances where the Company's Board believes that it is in the best interests of LPV, LPV may sell some or all of its holdings in physical vanadium, which circumstances may include where insufficient cash is available to fund operating costs.

*Market risk*

Market risk arises from the possibility that changes in the market price of the Company's investment in vanadium will result in change in fair value of such investments. The Company closely monitors vanadium prices to determine appropriate investment strategies.

*Currency risk*

Currency risk arises from the possibility that changes in the price of foreign currencies will result in changes in carrying value. The Company holds cash and makes certain operating expenditures in Canadian dollars. Therefore, the Company is exposed to currency risk as fluctuations in the foreign exchange rate between the Company's functional currency and Canadian dollars may result in adverse impact for the Company.

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**7. Capital management**

The Company defines its managed capital as shareholders' equity, including common shares, and net and comprehensive loss. As at September 30, 2023, total managed capital was \$21,969,766 (December 31, 2022: \$27,265,792).

The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. Management continuously assesses its working capital needs to assess whether it will be able to meet its investment objectives. As at September 30, 2023, management believes that the going concern basis of accounting is appropriate, however material uncertainties exist (Note 1).

The Company manages its capital structure under supervision of its board of directors. The Company makes adjustments to its capital structure based on changes in economic conditions and the Company's planned requirements. The Company has the ability to adjust its capital structure by issuing new equity or debt and controlling the amount it distributes to shareholders.

**8. Related party transactions**

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, comprised of the Company's directors and executive officers. During the nine-month period ended September 30, 2023, the Company paid professional fees totaling \$45,741 (2022 - \$14,987), to Marrelli Support Services Inc, and certain of its affiliates, together referred to as the "Marrelli Group" for: (i) Carmelo Marrelli, beneficial owner of the Marrelli Group, to act as the Chief Financial Officer of the Company, and (ii) corporate secretarial services and regulatory filing services.

During the nine-month period ended September 30, 2023, the Company incurred \$186,478 (2022 - \$Nil) related to fees paid to the board of directors.

For the nine-month period ending September 30, 2023, the Company entered into various transactions relating to the purchase of vanadium from Largo (Note 4). Additionally, the Company has entered into certain safekeeping and supply arrangements with Largo for the management and safekeeping of its physical vanadium. Transactions incurred with Largo and LCTL during the nine-month and period ended September 30, 2023 were as follows:

- For the nine-month period ending September 30, 2023, the Company purchased 540MT of vanadium from LCTL with a total fair value of \$10,943,926 (2022: \$Nil) (Note 4). 40MT of vanadium was subsequently sold to LCTL for \$1,031,863. See Note 4.
- During the nine-month period ended September 30, 2023, the Company incurred management fees of \$88,264 (2022: \$19,040) to Largo in exchange for management services. No transaction fees in relation to the supply agreements with Largo were incurred for the nine-months ended September 30, 2023. As at September 30, 2023, the Company had accounts payable and accrued liabilities payable to Largo of \$149,062 (2022: \$72,310).

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**9. Commitments**

As at September 30, 2023, the Company did not hold any commitments.

**10. Earnings per share**

The Company presents basic and diluted earnings per share data for its common shares (Note 5). Basic earnings per share is calculated by dividing the profit or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period, adjusted for treasury shares held. Diluted earnings per share is determined by dividing the profit or loss attributable to common shareholders by the weighted average number of shares outstanding, adjusted for the effects of all dilutive potential common shares. As the Company is in a net and comprehensive loss position in the current period, and has no other equity instruments with dilutive properties, basic earnings per share equals diluted earnings per share.

*Basic and diluted earnings per share*

	For the three months ended September 30, 2023	For the three months ended September 30, 2022	For the nine months ended September 30, 2023	January 20, 2022 to September 30, 2022
Numerator:				
Net Loss	\$(2,683,125)	\$(1,112,830)	\$(5,296,026)	\$(1,729,498)
Denominator:				
Weighted average shares outstanding	16,816,799	3,036,413	16,816,799	1,243,566
Loss per share				
Basic	(0.16)	(0.37)	(0.31)	(1.39)
Diluted	(0.16)	(0.37)	(0.31)	(1.39)

**11. Subsequent Events**

On October 1, 2023, the Company sold 33 MT of vanadium to Largo Commodities Trading Ltd., a related party, for total proceeds of \$932,948.