

PART I-FINANCIAL INFORMATION

Item 1. Financial Statements

BRIACELL THERAPEUTICS CORP.
CONDENSED CONSOLIDATED BALANCE SHEETS

	October 31, 2023 (Unaudited)	July 31, 2023 (Unaudited)
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 13,645,847	\$ 21,251,092
Amounts receivable	21,410	18,873
Prepaid expenses	4,740,726	5,678,542
Total current assets	18,407,983	26,948,507
NON-CURRENT ASSETS:		
Investments	2	2
Intangible assets, net	211,250	215,068
Total non-current assets	211,252	215,070
Total assets	\$ 18,619,235	\$ 27,163,577
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Trade payables	\$ 433,915	\$ 1,123,739
Accrued expenses and other payables	612,590	677,718
Total current liabilities	1,046,505	1,801,457
NON-CURRENT LIABILITIES:		
Warrant liability	15,056,430	29,139,301
Total non-current liabilities	15,056,430	29,139,301
SHAREHOLDERS' EQUITY (DEFICIT):		
Share capital of no par value - Authorized: unlimited at October 31, 2023 and July 31, 2023, Issued and outstanding: 15,981,726 shares October 31, 2023 and July 31, 2023, respectively	69,591,784	69,591,784
Additional paid in capital	7,918,999	7,421,950
Accumulated other comprehensive loss	(138,684)	(138,684)
Non-controlling interest	(205,111)	-
Accumulated deficit	(74,650,688)	(80,652,231)
Total shareholders' equity (deficit)	2,516,300	(3,777,181)
Total liabilities and shareholders' equity (deficit)	\$ 18,619,235	\$ 27,163,577

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

BRIACELL THERAPEUTICS CORP.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
(Unaudited)

	Three months ended	
	October 31,	
	2023	2022
Operating Expenses:		
Research and development expenses	\$ 6,857,257	\$ 3,255,215
General and administrative expenses	1,645,771	2,147,936
Total operating expenses	8,503,028	5,403,151
Operating loss	(8,503,028)	(5,403,151)
Financial income, net	14,461,900	4,296,610
Net income (loss) for the period	5,958,872	(1,106,541)
Net loss attributable to non-controlling interest	(42,671)	-
Net income (loss) for the period attributable to BriaCell	6,001,543	(1,106,541)
Net income (loss) per share attributable to BriaCell – basic	\$ 0.38	\$ (0.07)
Net income (loss) per share attributable to BriaCell – diluted	(0.50)	(0.07)
Weighted average number of shares used in computing net basic earnings per share of common stock	15,981,726	15,518,018
Weighted average number of shares used in computing net diluted earnings per share of common stock	16,674,891	15,518,018

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

BRIACELL THERAPEUTICS CORP.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited)
FOR THE THREE MONTHS ENDED OCTOBER 31, 2023

	Share capital		Additional paid in capital	Accumulated other comprehensive loss	Accumulated deficit	Total shareholders' equity
	Number	Amount				
Balance, July 31, 2022	15,518,018	\$ 65,589,293	\$ 5,228,160	\$ (138,684)	\$ (60,349,837)	\$ 10,328,932
Issuance of options	-	-	1,111,941	-	-	1,111,941
Loss for the period	-	-	-	-	(1,106,541)	(1,106,541)
Balance, October 31, 2022	15,518,018	\$ 65,589,293	\$ 6,340,101	\$ (138,684)	\$ (61,456,378)	\$ 10,334,332

	Share capital		Additional paid in capital	Accumulated other comprehensive loss	Accumulated Equity	Non- controlling interest	Total shareholders' equity (deficit)
	Number	Amount					
Balance, July 31, 2023	15,981,726	\$ 69,591,784	\$ 7,421,950	\$ (138,684)	\$ (80,652,231)	-	\$ (3,777,181)
Instruments issued to minority shareholders at the Arrangement Date	-	-	(36,767)	-	-	(162,440)	(199,207)
Issuance of options	-	-	533,816	-	-	-	533,816
Income (loss) for the period	-	-	-	-	6,001,543	(42,671)	5,958,872
Balance, October 31, 2023	15,981,726	\$ 69,591,784	\$ 7,918,999	\$ (138,684)	\$ (74,650,688)	(205,111)	\$ 2,516,300

BRIACELL THERAPEUTICS CORP.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

	Three months ended October 31,	
	2023	2022
Cash flow from operating activities		
Net income (loss) for the period	\$ 5,958,872	\$ (1,106,541)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	3,818	3,818
Share-based compensation	533,816	1,111,941
Interest expense	-	-
Change in fair value of warrants	(14,282,078)	(4,117,790)
Changes in assets and liabilities:		
Increase in amounts receivable	(2,537)	(5,595)
Decrease in prepaid expenses	937,816	538,822
(Decrease) increase in accounts payable	(689,824)	328,468
Decrease in accrued expenses and other payables	(65,128)	(295,505)
Total cash flow from operating activities	(7,605,245)	(3,542,382)
Cash flows from financing activities		
Share and warrant buyback program	-	(47,294)
Total cash flow from financing activities	-	(47,294)
Decrease in cash and cash equivalents	(7,605,245)	(3,589,676)
Cash and cash equivalents at beginning of the period	21,251,092	41,041,652
Cash and cash equivalents at end of the period	\$ 13,645,847	\$ 37,451,976

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

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 1: GENERAL

- a. BriaCell Therapeutics Corp. (“BriaCell” or the “Company”) was incorporated under the Business Corporations Act (British Columbia) on July 26, 2006 and is listed on the Toronto Stock Exchange (“TSX”) under the symbol “BCT” and the Company also trades on the Nasdaq Capital Market (“NASDAQ”) under the symbols “BCTX” and “BCTXW”.
- b. BriaCell Therapeutics Corporation. (the “Company”), is an immuno-oncology biotechnology company. The Company is currently advancing its Bria-IMT targeted immunotherapy program against end-stage breast cancer to Phase 3 study which has been approved by the FDA and is expected to start before end of 2023. BriaCell is also developing a personalized off-the-shelf immunotherapy, Bria-OTS™, and a soluble CD80 protein therapeutic which acts both as a stimulator of the immune system as well as an immune checkpoint inhibitor.
- c. Basis of presentation of the financial statements:

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim financial information and in accordance with the instructions to Form 10-Q and Article 8 of Regulation S-X promulgated by the U.S. Securities and Exchange Commission (the “SEC”). Certain information or footnote disclosures normally included in financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the rules and regulations of the SEC for interim financial reporting. Accordingly, they do not include all the information and footnotes necessary for a complete presentation of financial position, results of operations, or cash flows. In the opinion of management, the accompanying unaudited condensed consolidated financial statements include all adjustments consisting of a normal recurring nature which are necessary for a fair presentation of the financial position, operating results, and cash flows for the periods presented.

The accompanying unaudited condensed consolidated financial statements should be read in conjunction with the Company’s Annual Report for the year ended July 31, 2023, filed with the SEC on October 25, 2023. The interim period results do not necessarily indicate the results that may be expected for any other interim period or for the full fiscal year.

- d. The Company continues to devote substantially all of its efforts toward research and development activities. In the course of such activities, the Company has sustained operating losses and expects such losses to continue in the foreseeable future. The Company’s accumulated deficit as of October 31, 2023 was \$74,650,688 and negative cash flows from operating activities during the three-month period ended October 31, 2023 was \$7,605,245. The Company is planning to finance its operations from its existing and future working capital resources and to continue to evaluate additional sources of capital and financing. The Company believes that its existing capital resources will be adequate to satisfy its expected liquidity requirements for at least twelve months from the issuance of the condensed consolidated financial statements.
- e. The Company has two wholly-owned U.S. subsidiaries: (i) BriaCell Therapeutics Corp. (“BTC”), which was incorporated in April 3, 2014, under the laws of the state of Delaware. (ii) BTC has a wholly-owned subsidiary, Sapiientia Pharmaceuticals, Inc. (“Sapiientia”), which was incorporated in September 20, 2012, under the laws of the state of Delaware. The Company also has one Canadian subsidiary: BriaPro Therapeutics Corp. (“BriaPro”) which was incorporated on May 15, 2023, was incorporated under the Business Corporations Act (British Columbia). As of July 31, 2023, BriaPro was a wholly-owned subsidiary.
- f. On August 31, 2023, the Company closed a plan of arrangement spinout transaction (the “Arrangement”) pursuant to which certain pipeline assets of the Company, including Bria-TILsRx™ and protein kinase C delta (PKCδ) inhibitors for multiple indications including cancer (the “BriaPro Assets”), were spun-out to BriaPro Therapeutics Corp. (“BriaPro”), resulting in a 2/3rd owned subsidiary of the Company with the remaining 1/3rd held by BriaCell shareholders (“BriaCell Shareholders”).

Pursuant to the terms of the Arrangement, BriaPro has acquired the entire right and interest in and to the BriaPro Assets in consideration for the issuance by BriaPro to the Company of BriaPro common shares. Under the terms of the Arrangement, for each BriaCell share held immediately prior to closing, BriaCell Shareholders receive one (1) common share of BriaPro, and one (1) new common share of BriaCell (retiring their old share) having the same terms and characteristics as the existing BriaCell common shares. The Company will remain listed on the NASDAQ Stock Market and Toronto Stock Exchange, and BriaPro is an unlisted reporting issuer in Canada.

Immediately following the closing of the Arrangement, the Company controls 2/3rd of the BriaPro common shares representing approximately 66.6% of the issued and outstanding common shares of BriaPro.

As a result of the Arrangement, there are 47,945,178 BriaPro common shares issued and outstanding. The Company now beneficially owns or controls approximately 31,963,452 BriaPro common shares, representing 2/3rd of the issued and outstanding BriaPro common shares.

Pursuant to the Arrangement, each BriaCell warrant shall, in accordance with its terms, entitle the holder thereof to receive, upon the exercise thereof, one BriaCell Share and one BriaPro Share for the original exercise price.

Upon the exercise of BriaCell Warrants, BriaCell shall, as agent for BriaPro, collect and pay to BriaPro an amount for each one (1) BriaPro Share so issued that is equal to the exercise price under the BriaCell Warrant multiplied by the fair market value of one (1) BriaPro Share at the Effective Date divided by the total fair market value of one (1) BriaCell Share and one (1) BriaPro Share at the Effective Date (“BriaPro Warrant Shares”).

Pursuant to the Arrangement, all BriaCell option holders received the same amount of BriaPro options (“BriaPro Option”) and under the BriaPro incentive plan. The exercise price of the BriaCell options was apportioned between the BriaCell options and the BriaPro options, as follows:

Each one (1) BriaPro Option to acquire one (1) Share shall have an exercise price equal to the product obtained by multiplying the original exercise price of the BriaCell Option by the quotient obtained by dividing (A) the fair market value of a BriaPro Share at the Effective Date by (B) the aggregate fair market value of a BriaCell Share and a BriaPro Share at the Effective Date.

Pursuant to the Arrangement, all BriaCell RSU holders received the same amount of BriaPro RSU’s under the BriaPro incentive plan.

Transition Services Agreement

On August 31, 2023, the Company and BriaPro executed a transition services agreement (the “Agreement”), pursuant to which BriaCell will provide certain research and development and head office services (the “Services”) to BriaPro for a fixed monthly fee of \$20,000.

BriaCell and BriaPro acknowledged the transitional nature of the Services and accordingly, as promptly as practicable, BriaPro agreed to use commercially reasonable efforts to transition each Service to its own internal organization or to obtain alternate third party providers to provide the Services.

In accordance with US GAAP’s Accounting Standards Codification 505 “Equity”, the Arrangement was determined to be a spinoff of nonmonetary assets which did not constitute a business. However, since the assets were transferred to an entity under the Company’s control, the assets is being recorded on the Company’s basis (carry value) and not at fair market value.

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

a. Use of estimates:

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates, judgments and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. The Company's management believes that the estimates, judgment and assumptions used are reasonable based upon information available at the time they are made. These estimates, judgments and assumptions can affect the reported amounts of assets and liabilities at the dates of the condensed consolidated financial statements, and the reported amount of expenses during the reporting periods. Actual results could differ from those estimates.

b. Recently issued and adopted accounting standards:

As an "emerging growth company," the Jumpstart Our Business Startups Act ("JOBS Act") allows the Company to delay adoption of new or revised accounting pronouncements applicable to public companies until such pronouncements are made applicable to private companies. The Company has elected to use this extended transition period under the JOBS Act. The adoption dates discussed below reflects this election. The pronouncements below relate to standards that impact the Company.

1. In June 2016, the FASB issued ASU No. 2016-13 (Topic 326), Financial Instruments—Credit Losses: Measurement of Credit Losses on Financial Instruments, which replaces the existing incurred loss impairment model with an expected credit loss model and requires a financial asset measured at amortized cost to be presented at the net amount expected to be collected. The guidance will be effective for the Company for fiscal years beginning after December 15, 2022. Early adoption is permitted. Effective August 1, 2021, the Company early adopted ASU 2016-13. Adoption of the new standard did not have a material impact on the financial statements.
2. In August 2020, the FASB issued ASU 2020-06, Debt - Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging - Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity ("ASU 2020-06"). The final guidance issued by the FASB for convertible instruments eliminates two of the three models in ASC 470-20 that require separate accounting for embedded conversion features. Separate accounting is still required in certain cases. Additionally, among other changes, the guidance eliminates some of the conditions for equity classification in ASC 815-40-25 for contracts in an entity's own equity. The guidance also requires entities to use the if-converted method for all convertible instruments in the diluted earnings per share calculation and include the effect of share settlement for instruments that may be settled in cash or shares, except for certain liability-classified share-based payment awards. ASU 2020-06 is effective for the company for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years. Early adoption is permitted for fiscal years beginning after December 15, 2020. Effective August 1, 2021, the Company early adopted ASU 2020-06. Adoption of the new standard did not have a material impact on the financial statements.

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 3: CONTINGENT LIABILITIES AND COMMITMENTS

a. BriaPro Warrants

As detailed in note 1(f), upon the exercise of BriaCell Warrants, BriaCell shall, as agent for BriaPro, collect and pay to BriaPro an amount of up to \$241,164.

b. Lease

The Company was on a month-to-month lease arrangement for office and lab space in Philadelphia, PA, in the amount of approximately \$16,500 per month. Commencing September 1, 2023 a new lease will commence, replacing the current month-to-month agreement with a 12-month commitment (ending August 31, 2024) of approximately \$36,000 per month.

NOTE 4: FAIR VALUE MEASUREMENTS

The following table presents information about our financial instruments that are measured at fair value on a recurring basis as of October 31, 2023 and July 31, 2023:

	Fair Value Measurements at					
	October 31, 2023			July 31, 2023		
	Level 1	Level 2	Total	Level 1	Level 2	Total
Financial Assets:						
Cash and cash equivalents	13,645,847	-	13,645,847	21,251,092	-	21,251,092
Total assets measured at fair value	\$ 13,645,847	\$ -	\$ 13,645,847	\$ 21,251,092	\$ -	\$ 21,251,092
Financial liabilities:						
Warrants liability	4,394,042	10,662,388	15,056,430	9,742,023	19,397,278	29,139,301
Total liabilities measured at fair value	\$ 4,394,042	\$ 10,662,388	\$ 15,056,430	\$ 9,742,023	\$ 19,397,278	\$ 29,139,301

We classify our cash and cash equivalents and the liability in respect of publicly traded warrants within Level 1 because we use quoted market prices in active markets.

The fair value of the warrant liability for non-public warrants is measured using inputs other than quoted prices included in Level 1 that are observable for the liability either directly or indirectly, and thus are classified as Level 2 financial instruments.

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 5: SHAREHOLDERS' EQUITY

a. Authorized share capital

The authorized share capital consists of an unlimited number of common shares with no par value.

b. Issued share capital

No shares were issued during the three-month period ended October 31, 2023.

c. Share Purchase Warrants

(i) There were no changes in share purchase warrants for the three-month period ended October 31, 2023 as presented below:

	Number of warrants outstanding	Weighted average exercise price
Balance, July 31, 2023 and October 31, 2023	8,121,650	\$ 5.76

(ii) As of October 31, 2023, warrants outstanding were as follows:

Number of Warrants	Exercise Price(*)	Exercisable At October 31, 2023	Expiry Date
51,698	\$ 3.91	51,698	November 16, 2025
3,896,809	\$ 5.31	3,896,809	February 26, 2026 – April 26, 2026
4,173,143	\$ 6.19	4,173,143	December 7, 2026
8,121,650		8,121,650	

(*)See note 3(a).

d. Compensation Warrants

(i) There were no changes to compensation warrants for the three-month period ended October 31, 2023.

(ii) As of October 31, 2023, compensation warrants outstanding were as follows:

Number of Warrants	Exercise Price(*)	Exercisable At October 31, 2023	Expiry Date
4,890	\$ 3.91	4,890	November 16, 2025
17,074	\$ 5.31	17,074	February 26, 2026
24,688	\$ 6.19	24,688	June 7, 2026
46,652		46,652	

(*)See note 3(a).

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 5: SHAREHOLDERS' EQUITY (Cont.)

e. Warrant liability continuity

The following table presents the summary of the changes in the fair value of the warrants:

	Warrants liability
Balance as of August 1, 2023	\$ 29,139,301
Fair value of BriaPro Warrant Shares at Effective Date	199,207
Change in fair value during the period	<u>\$ (14,282,078)</u>
Balance as of October 31, 2023	<u>\$ 15,056,430</u>

The key inputs used in the valuation of the non-public warrants as of October 31, 2023 and at July 31, 2023 were as follows:

	<u>October 31, 2023</u>	<u>July 31, 2023</u>
Share price	\$ 4.25	\$ 6.69
Exercise price	\$ 5.31-6.19	\$ 5.31-6.19
Expected life (years)	2.32-3.10	2.58-3.35
Volatility	100%	100%
Dividend yield	0%	0%
Risk free rate	4.92%	4.51%

The key inputs used in the valuation of the of the BriaPro Warrant Shares as of October 31, 2023 were as follows:

	<u>August 31, 2023 (Effective Date)</u>	<u>October 31, 2023</u>
Share price	\$ 0.0365	\$ 0.0365
Exercise price	\$ 0.0206-0.0308	\$ 0.0206-0.0308
Expected life (years)	2.21-3.27	2.05-3.10
Volatility	100%	100%
Dividend yield	0%	0%
Risk free rate	4.40%	4.50%

NOTE 6: SHARE-BASED COMPENSATION

- a. On August 2, 2022, the Company approved an omnibus equity incentive plan ("Omnibus Plan"), which will permit the Company to grant incentive stock options, preferred share units, restricted share units ("RSU's"), and deferred share units (collectively, the "Awards") for the benefit of any employee, officer, director, or consultant of the Company or any subsidiary of the Company. The maximum number of shares available for issuance under the Omnibus Plan shall not exceed 15% of the issued and outstanding Shares, from time to time, less the number of Shares reserved for issuance under all other security-based compensation arrangements of the Company, including the existing Stock Option Plan. On February 9, 2023, the Omnibus Plan was approved by the shareholders.
- b. The following table summarizes the number of options granted to directors, officers, employees and consultants under the option plan for three-month period ended October 31, 2023 and related information:

	<u>Number of options</u>	<u>Weighted average exercise price</u>	<u>Weighted average remaining contractual term (in years)</u>	<u>Aggregate intrinsic value</u>
Balance as of July 31, 2023	2,131,400	\$ 6.19	3.55	\$ 1,065,700
Balance as of October 31, 2023	<u>2,131,400</u>	6.16	3.30	-
Exercisable as of October 31, 2023	<u>1,693,718</u>	\$ 6.17	3.02	-

As of October 31, 2023, there are \$2,056,830 of total unrecognized costs related to share-based compensation that is expected to be recognized over a period of up to 1.50 years.

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 6: SHARE-BASED COMPENSATION (Cont.)

c. The following table summarizes information about the Company's outstanding and exercisable options granted to employees as of October 31, 2023.

Exercise price	Options outstanding as of October 31, 2023	Weighted average remaining contractual term (years)	Options exercisable as of October 31, 2023	Weighted average remaining contractual term (years)	Expiry Date
\$ 6.03	440,000	4.64	110,000	4.64	June 20, 2028
\$ 7.16	21,000	4.33	7,875	4.33	February 27, 2028
\$ 6.04	180,100	3.76	112,563	3.76	August 02, 2027
\$ 4.71	31,000	3.56	23,250	3.56	May 20, 2027
\$ 7.51	150,000	3.29	131,250	3.29	February 16, 2027
\$ 8.47	524,700	3.20	524,700	3.20	January 13, 2027
\$ 7.15	12,600	3.00	12,080	3.00	November 01, 2026
\$ 5.74	100,000	2.84	100,000	2.84	September 01, 2026
\$ 4.24	60,000	2.47	60,000	2.47	April 19, 2026
\$ 4.24	612,000	2.41	612,000	2.41	March 29, 2026
	<u>2,131,400</u>		<u>1,693,718</u>		

d. As result of the Arrangement, 2,131,400 BriaPro Options were issued and are outstanding as of October 31, 2023:

Exercise Price	Options outstanding as of October 31, 2023	Options exercisable as of October 31, 2023	Expiry Date
\$ 0.0933	440,000	110,000	June 20, 2028
\$ 0.1108	21,000	7,875	February 27, 2028
\$ 0.0984	180,100	112,563	August 02, 2027
\$ 0.0729	31,000	23,250	May 20, 2027
\$ 0.1162	150,000	131,250	February 16, 2027
\$ 0.1310	524,700	524,700	January 13, 2027
\$ 0.1165	12,600	12,080	November 01, 2026
\$ 0.0888	100,000	100,000	September 01, 2026
\$ 0.0656	60,000	60,000	April 19, 2026
\$ 0.0656	612,000	612,000	March 29, 2026
	<u>2,131,400</u>	<u>1,693,718</u>	

e. Restricted Share Unit Plan

The following table summarizes the number of RSU's granted to directors under the Omnibus plan as of October 31, 2023:

	Number of RSU's outstanding	Aggregate intrinsic value
Balance, July 31, 2023	<u>19,200</u>	<u>\$ 123,072</u>
Balance, October 31, 2023	<u>19,200</u>	<u>\$ 81,600</u>

f. The total share-based compensation expense related to all of the Company's equity-based awards, recognized for the three-month period ended October 31, 2023 and 2022 is comprised as follows:

	Three months ended October 31,	
	2023	2022
Research and development expenses	\$ 257,809	350,256
General and administrative expenses	276,007	761,685
Total share-based compensation	<u>\$ 533,816</u>	<u>1,111,941</u>

BriaCell Therapeutics Corp
Notes to the Condensed Consolidated Financial Statements
(Unaudited, expressed in US Dollars, except share and per share data and unless otherwise indicated)

NOTE 7: BASIC AND DILUTED NET LOSS PER SHARE

Basic net income (loss) per ordinary share is computed by dividing net income (loss) for each reporting period by the weighted-average number of ordinary shares outstanding during each year. Diluted net income (loss) per ordinary share is computed by dividing net income (loss) for each reporting period by the weighted average number of ordinary shares outstanding during the period, plus dilutive potential ordinary shares considered outstanding during the period, in accordance with ASC No. 260-10 "Earnings Per Share". The company reported a loss for the three-month period ending October 31, 2022, leading to the exclusion of potentially dilutive ordinary shares. Conversely, a gain was recorded for the three-month period ending October 31, 2023, resulting in the inclusion of all potentially dilutive ordinary shares.

	Three months ended	
	October 31,	
	<u>2023</u>	<u>2022</u>
	(Unaudited)	(Unaudited)
Basic EPS		
Numerator:		
Net income (loss)	\$ 6,001,543	\$ (1,106,541)
Denominator:		
Shares used in computation of basic earnings per share	<u>15,981,726</u>	<u>15,518,018</u>
Basic EPS	<u>\$ 0.38</u>	<u>\$ (0.07)</u>
Diluted EPS		
Numerator:		
Net income (loss) attributable to common stock, basic	\$ 6,001,543	\$ (1,106,541)
Adjustment: Change in fair value of warrant liability	(14,282,078)	-
Net (loss) attributable to common stock, diluted	<u>\$ (8,280,535)</u>	<u>\$ (1,106,541)</u>
Denominator:		
Shares used in computing net EPS of common stock, basic	15,981,726	15,518,018
Stock Options	211,434	-
Warrants	<u>481,731</u>	<u>-</u>
Shares used in computation of diluted earnings per share	<u>16,674,891</u>	<u>15,518,018</u>
Diluted EPS	<u>\$ (0.50)</u>	<u>\$ (0.07)</u>

NOTE 8: FINANCIAL INCOME (EXPENSES), NET

	Three months ended	
	October 31,	
	<u>2023</u>	<u>2022</u>
Interest income	\$ 190,815	\$ 188,353
Change in fair value of warrant liability	14,282,078	4,117,790
Foreign exchange loss	(10,993)	(9,533)
Financial income, net	<u>\$ 14,461,900</u>	<u>\$ 4,296,610</u>

NOTE 9: SUBSEQUENT EVENTS

The Company evaluated the possibility of subsequent events existing in the Company's unaudited condensed consolidated financial statements through December 14, 2023, the date that the condensed consolidated financial statements were available for issuance. The Company is not aware of any subsequent events which would require recognition or disclosure in the consolidated financial statements.