

# EARTHLABS



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Management Discussion and Analysis  
of Financial Position and Results of Operations  
As at and for the Three and Nine Months Ended September 30, 2024

This report is dated November 28, 2024

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## Management's Discussion and Analysis For the quarter ended: September 30, 2024

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### Introduction

This management's discussion and analysis ("MD&A") of the consolidated financial condition and results of operation of EarthLabs Inc. ("EarthLabs" or the "Company") should be read in conjunction with EarthLabs' unaudited interim condensed consolidated financial statements and notes thereto as at and for the three and nine months ended September 30, 2024 and the annual audited consolidated financial statements and notes thereto as at and for the year ended December 31, 2023. The same accounting policies and methods of computation were followed in the preparation of the interim condensed consolidated financial statements as were followed in the preparation and described in Note 3 of the annual consolidated financial statements as at and for the year ended December 31, 2023, except as follows:

- (a) Effective on January 1, 2024, the Company adopted amendments to IAS 1, *Presentation of Financial Statements*, the amendments to IAS 1 clarify the impact of loan arrangement covenants on the classification of liabilities as current or non-current at the reporting date. The amendments are effective for annual reporting periods beginning on or after January 1, 2024. The adoption of these amendments did not have any impact on the Company's interim condensed consolidated financial statements.
- (b) Effective on January 1, 2024, the Company adopted amendments to IFRS 16, *Leases*, the amendments to IFRS 16 adds subsequent measurement requirements for sale and lease back transactions for seller-lessees. The amendments are effective for annual reporting periods beginning on or after January 1, 2024. The adoption of these amendments did not have any impact on the Company's interim condensed consolidated financial statements.

Unless indicated otherwise, all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). All dollar amounts in this MD&A are reported in Canadian dollars unless otherwise indicated.

### Forward-Looking Information:

Certain information contained in this MD&A constitutes forward-looking information, which is information relating to future events or the Company's future performance and which is inherently uncertain. All information other than statements of historical fact may be forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding an outlook. Forward-looking information contained in this MD&A includes, but is not limited to the Company's anticipated investment activities and results and financing activities, the Company's future working capital requirements, the impact of changes in accounting policies and other factors on the Company's operating results, and the performance of global capital markets and interest rates, the exposure of its

financial instruments to various risks and its ability to manage those risks, and the Company's ability to use tax resource pools and loss carry-forwards.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct and readers are cautioned not to place undue reliance on forward-looking information contained in this MD&A. Some of the risks and other factors which could cause results to differ materially from those expressed in the forward-looking information contained in this MD&A include, but are not limited to: risks relating to the Company's ability to raise capital in order to fund obligations as they become due, the Company's ability to generate taxable income from operations, the strength of the Canadian, U.S. and other economies, foreign exchange fluctuations, political and economic conditions in the countries in which the Company's customers are located, and other risks included elsewhere in this MD&A under the heading "Other Risks".

Readers are cautioned that the foregoing lists of factors are not exhaustive. Although the Company has attempted to identify important factors that could cause actual events and results to differ materially from those described in the forward-looking information, there may be other factors that cause events or results to differ from those intended, anticipated or estimated. The forward-looking information contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as otherwise required by law. All of the forward-looking information contained in this MD&A is expressly qualified by this cautionary statement.

## **Overview of Business**

### Nature of the Business:

On August 31, 2022, the Company changed its name to EarthLabs Inc. ("EarthLabs" or the "Company"). EarthLabs was incorporated under the *Canada Business Corporations Act* on May 1, 2017. On February 21, 2019, the Company commenced trading on the TSX Venture Exchange ("TSXV") under the symbol "SPOT", on the OTCQX Best Market under the symbol "SPOFF" and on the Frankfurt Stock Exchange under the symbol "8EK0". The Company's head office is at 69 Yonge Street, Suite 200, Toronto, Ontario, M5E 1K3.

EarthLabs is a mining investment, technology and media company that aims to provide strategic leverage to the metals and mining sector through investments, royalties and a full suite of data-driven media SaaS tools and services.

### Principal Business Overview:

EarthLabs is a mining investment, technology and media company which operates one principal business division. EarthLabs's Financial Technology Division ("FTD") business vertical includes CEO.CA Technologies Ltd. ("CEO.CA"), EarthLabs Media Inc. ("ELM"), DigiGeoData Inc. ("DigiGeoData"), and Chairman Ventures Inc. and the Company's investment portfolio. Through FTD, EarthLabs offers a wide range of cloud-based, interoperable web applications. These applications represent EarthLabs's domain expertise within the mineral resource sector and generate annual recurring revenue for EarthLabs through multiple SaaS solutions.

### CEO.CA Technologies Ltd.

CEO.CA is a social network for investors & traders in junior resource & venture stocks with online and mobile functionality. CEO.CA is visited by millions of users each year from over 164 countries. Since 2012, CEO.CA has brought investors together to discuss their portfolio holdings and find new investment opportunities. In addition to providing a chat medium, CEO.CA offers a monthly premium service known as CEO.CA PRO for real-time stock price monitoring and live market depth. CEO.CA is supporting a new wave of informed and educated market participants as a centralized investment resource hub.

### EarthLabs Media Inc.

On December 1, 2023, the Company's wholly owned subsidiary, EarthLabs Media Inc. ("ELM"), acquired The Northern Miner Group ("TNM Group"), a leading group of mining media brands including The Northern Miner ("TNM"), Canadian Mining Journal ("CMJ") and MINING.COM. Recognized as one of the mining industry's largest media outlets, TNM Group brands are read by 674,000+ monthly users, recording 1,480,000+ monthly pageviews and 173,200+ digital subscribers, per the TNM Group. In addition to the news and media division, the group includes virtual and in-person events through TNM Symposiums as well as data products including TNM Marco Polo, a mining intelligence subscription platform and TNM Maps, distributed to an online audience of over 800,000+ as well as key mining events and trade shows throughout the year (PDAC, CIM, VRIC, MinExpo).

### DigiGeoData Inc.

On February 1, 2022, EarthLabs closed the acquisition of DigiGeoData, a digital mapping interface backed by a full suite of seamless claim data, assets, 43-101 reports and geological layers. DigiGeoData is developing its DigiGeoAtlas platform, a software-based GIS interactive mapping interface alongside its DigiGeoMaps distribution business used by over 300 clients. The Company believes the Atlas platform will become an industry staple alongside the addition of new visual data layers to CEO.CA and data sourced from the RQ platform to enhance investment decision making within the exploration space.

### Investment Portfolio

EarthLabs's investment portfolio is a combination of its strategic investments in junior mineral exploration companies of which EarthLabs assists with exploration and discovery efforts as well as comprises certain royalties from these junior companies. EarthLabs is building a basket of equities and royalties, allowing investors that invest in EarthLabs to gain exposure to AI-driven mining assets.

### **Financial Highlights for Three Months Ended September 30, 2024**

- 219.1% increase in advertising revenue of \$1,405,283 as compared to \$440,430 for the three months ended September 30, 2023;
- 46.1% increase in subscription revenue of \$310,090 as compared to \$212,268 for the three months ended September 30, 2023;
- Net investment gains of \$944,686 from our investment portfolio as compared to net investment losses of \$3,749,013 for the three months ended September 30, 2023;
- Net loss and comprehensive loss of \$871,536 (basic loss per share of \$0.01) as compared to \$5,867,847 (basic loss per share of \$0.04) for the three months ended September 30, 2023.

## Financial Highlights for Nine Months Ended September 30, 2024

- 178.9% increase in advertising revenue of \$4,265,753 as compared to \$1,529,244 for the nine months ended September 30, 2023;
- 41.7% increase in subscription revenue of \$914,697 as compared to \$645,291 for the nine months ended September 30, 2023;
- Net investment gains of \$3,827,914 from our investment portfolio as compared to net investment losses \$1,014,059 for the nine months ended September 30, 2023;
- Net loss and comprehensive loss of \$1,228,107 (basic loss per share of \$0.01) as compared to \$5,403,056 (basic loss per share of \$0.04) for the nine months ended September 30, 2023.

As at September 30, 2024, the Company has total cash and cash equivalents, due from brokers, investments and equity investments of \$44,224,651 as compared to \$42,943,109 as at December 31, 2023.

## Acquisition of The Northern Miner Group during 2023

On December 1, 2023, the Company acquired certain assets from Glacier RIG Ltd. (a wholly-owned subsidiary of Glacier Media Inc.), The Northern Miner Group ("TNM Group"), a leading group of mining media brands including The Northern Miner ("TNM"), Canadian Mining Journal ("CMJ") and MINING.COM. The consideration for the acquisition of the TNM Group consisted of the aggregate cash payment of \$4,000,000, subject to working capital adjustments. The cash payment comprised of (i) an initial deposit of \$200,000 paid upon signing of the Definitive Agreement; (ii) a cash payment equal to \$2,300,000 payable at the time of closing; and (iii) a promissory note in the aggregate principal amount of \$1,500,000 payable over two years and which is secured by a general security agreement against the assets of EarthLabs.

In connection with the acquisition, (i) the parties entered into a transition services agreement which provides for a timely and efficient transfer of the TNM, CMJ and MINING.COM operations; and (ii) Glacier RIG Ltd executed a non-competition and non-solicitation agreement with EarthLabs. There was no finder's fees associated with the acquisition and the Company did not assume any material debt from Glacier RIG Ltd.

As at December 1, 2023, the Company has a promissory note due to Glacier RIG Ltd. totaling \$1,039,724 (fair value of \$975,076), net of working capital adjustments. The promissory note was fair valued at an effective discount rate of 7.5%. The promissory note is payable over two years and bears interest at a rate of 3.5% per annum, payable annually. As at September 30, 2024, the carrying-value of the promissory note was \$1,035,648 (December 31, 2023 - \$980,971). For the three and nine months ended September 30, 2024, the Company recorded accrued interest expense of \$9,147 and \$27,243 (three and nine months ended September 30, 2023 - Nil), respectively, and a finance accretion expense of \$9,408 and \$27,434, respectively, in the interim condensed consolidated statements of loss and comprehensive loss.

The transaction was accounted for as a business combination using the acquisition method of accounting under the provision of IFRS 3 – Business Combination, as the operations of TNM Group meet the definition of a business. As the transaction was accounted for as a business combination, transaction costs were expensed. The net assets acquired and liabilities assumed are recorded at fair

value. The goodwill resulting from the allocation of the purchase price to the total fair value of net assets will represent the sales and growth potential of TNM Group.

At acquisition date on December 1, 2023, the Company has preliminary allocated the purchase price as follows:

| <b>Consideration</b>                                    |                     |
|---|---------------------|
| Cash consideration                                      | \$ 2,500,000        |
| Fair value of net promissory note                       | 975,076             |
| <b>Total consideration</b>                              | <b>\$ 3,475,076</b> |
| <b>Net assets acquired</b>                              |                     |
| Prepaid expenses  | \$ 49,845           |
| Property and equipment                                  | 11,063              |
| Accrued liabilities                                     | (164,913)           |
| Deferred revenue  | (195,209)           |
| Intangible assets                                       | 3,150,000           |
| <b>Net assets at fair value, as at December 1, 2023</b> | <b>\$ 2,850,786</b> |
| <b>Goodwill</b>   | <b>\$ 624,290</b>   |

The goodwill generated as a result of this acquisition relates to other intangible assets such as workforce and synergies that do not qualify for separate recognition. No goodwill for TNM Group acquisition is expected to be deductible for tax purposes.

The intangible assets acquired comprises of the trade name/brand of \$1,330,000, developed technology with a fair value of \$60,000 and customer relationships with a fair value of \$1,760,000.

The fair values were determined using a discounted cash flow analysis with the following assumptions:

| <b>Assumptions</b>           | <b>Trade name/ brand</b> | <b>Intangible assets</b>    |                               |
|------------------------------|--------------------------|-----------------------------|-------------------------------|
|                              |                          | <b>Developed technology</b> | <b>Customer relationships</b> |
| Discount rate                | 12.0%                    | 11.5%                       | 11.5%-12.0%                   |
| % revenue associated         | 17.5%-61.0%              | 100.0%                      | 65.0%                         |
| Pre-tax royalty rate         | 3.0%-5.0%                | 1.0%                        | n/a                           |
| Life of the intangible asset | Indefinite               | 5 years                     | 1.25-15 years                 |
| Customer attrition rate      | n/a                      | n/a                         | 20.0%                         |
| Income tax rate              | 26.5%                    | 26.5%                       | 26.5%                         |

Had the acquisition occurred on January 1, 2023, the Company's revenue for the three and nine months ended September 30, 2023 would have been higher by \$700,815 and \$2,331,483, respectively.

## Results of Operations

The Company's selected quarterly results for the most recently completed interim financial periods are as follows:

|  | Quarter ended <sup>(1)</sup> |               |                |                   |
|--|------------------------------|---------------|----------------|-------------------|
|  | September 30, 2024           | June 30, 2024 | March 31, 2024 | December 31, 2023 |
| Advertising  | \$ 1,405,283                 | \$ 1,444,784  | \$ 1,415,686   | \$ 677,279        |
| Subscriptions  | 310,090                      | 300,734       | 303,873        | 230,391           |
| Sales of exploration maps  | 35,027                       | 40,378        | 64,703         | 33,610            |
| Net investment gains (losses)  | 944,686                      | (427,144)     | 3,310,372      | (1,263,270)       |
| Operating, general and administrative  | (2,776,548)                  | (2,689,917)   | (2,633,349)    | (2,256,744)       |
| Research and development   | (840,751)                    | (870,219)     | (719,786)      | (359,641)         |
| Loss from equity investment  | (13,874)                     | (1,671)       | (14,840)       | (16,670)          |
| Impairment of goodwill and intangible assets   | -                            | -             | -              | (9,530,129)       |
| Net income (loss) from continuing operations   | (871,536)                    | (1,962,457)   | 1,605,886      | (11,136,066)      |
| Net income (loss) and comprehensive income (loss) for the period                     | (871,536)                    | (1,962,457)   | 1,605,886      | (11,220,627)      |
| Earnings (loss) per common share based on net income (loss) for the period – basic   | (0.01)                       | (0.01)        | 0.01           | (0.08)            |
| Earnings (loss) per common share based on net income (loss) for the period – diluted | (0.01)                       | (0.01)        | 0.01           | (0.08)            |

|  | Quarter ended <sup>(1)</sup> |               |                |                   |
|--|------------------------------|---------------|----------------|-------------------|
|  | September 30, 2023           | June 30, 2023 | March 31, 2023 | December 31, 2022 |
| Advertising  | \$ 440,430                   | \$ 298,320    | \$ 790,494     | \$ 1,394,504      |
| Subscriptions  | 212,268                      | 212,772       | 220,251        | 204,729           |
| Sales of exploration maps  | 49,929                       | 51,189        | 88,310         | 100,274           |
| Net investment gains (losses)  | (3,749,013)                  | (693,821)     | 3,428,775      | 1,026,576         |
| Operating, general and administrative  | (3,380,167)                  | (1,983,138)   | (1,738,610)    | (1,976,487)       |
| Research and development   | (394,078)                    | (441,473)     | (410,546)      | (637,123)         |
| Loss from equity investment  | (14,821)                     | (29,731)      | (46,302)       | (4,313,288)       |
| Impairment of equity investment  | -                            | -             | -              | (2,659,610)       |
| Impairment of goodwill   | -                            | -             | -              | (6,755,282)       |
| Net income (loss) from continuing operations   | (5,867,847)                  | (1,801,140)   | 2,265,931      | (12,946,730)      |
| Realized gains from disposition of subsidiaries and assets, net of tax               | -                            | -             | -              | 20,445,301        |
| Net income (loss) from discontinued operations                                       | -                            | -             | -              | (148,894)         |
| Net income (loss) and comprehensive income (loss) for the period                     | (5,867,847)                  | (1,801,140)   | 2,265,931      | 7,349,677         |
| Earnings (loss) per common share based on net income (loss) for the period – basic   | (0.04)                       | (0.01)        | 0.02           | 0.06              |
| Earnings (loss) per common share based on net income (loss) for the period – diluted | (0.04)                       | (0.01)        | 0.06           | 0.06              |

- (1) On December 1, 2022, the Company sold its Exploration Technology Division which included the Company's exploration SaaS and global consulting services and field services divisions (EarthLab's consulting division and subsidiaries' Ridgeline Explorations Services Inc. and Géotix Inc.) and as a result, results for the Exploration Technology Division for the periods ended December 31, 2022 have been classified as net loss from discontinued operations in the consolidated statements of loss and comprehensive loss. To conform with the classification of the discontinued operations, prior period results have been reclassified to discontinued operations. The Company did not declare any dividends during any of the periods indicated.

### Selected Financial Information of Subsidiaries with comparatives:

Selected results for the three and nine months ended September 30, 2024 are as follows:

| Three months ended September 30, 2024                                   | EarthLabs        | CEO.CA         | DigiGeoData    | EarthLabs Media  | Total            |
|---|------------------|----------------|----------------|------------------|------------------|
| <b>Revenue</b>  |                  |                |                |                  |                  |
| Advertising   | \$ -             | \$ 632,507     | \$ -           | \$ 772,776       | \$ 1,405,283     |
| Subscriptions   | -                | 176,945        | 28,862         | 104,283          | 310,090          |
| Sales of exploration maps   | -                | -              | 35,027         | -                | 35,027           |
| Net investment gains (losses)   | 1,512,245        | (567,559)      | -              | -                | 944,686          |
| Other income  | 67,609           | 25,095         | 38             | 5,912            | 98,654           |
|   | <u>1,579,854</u> | <u>266,988</u> | <u>63,927</u>  | <u>882,971</u>   | <u>2,793,740</u> |
| <b>Expenses</b>   |                  |                |                |                  |                  |
| Office and other  | 912,059          | 443,793        | 146,247        | 1,066,161        | 2,568,260        |
| Stock-based compensation expense  | 57,868           | -              | -              | -                | 57,868           |
| Amortization and depreciation   | 50,511           | 2,905          | 177            | 68,476           | 122,069          |
| Research and development  | -                | 543,052        | 232,364        | 65,335           | 840,751          |
| Brokerage fees and transaction costs                                    | 20,400           | 7,951          | -              | -                | 28,351           |
| Finance expenses  | 26,717           | -              | -              | 9,408            | 36,125           |
|   | <u>1,067,555</u> | <u>997,701</u> | <u>378,788</u> | <u>1,209,380</u> | <u>3,653,424</u> |
| <b>Loss from equity investment</b>                                      | (13,874)         | -              | -              | -                | (13,874)         |
| <b>Loss before income taxes</b>   | 498,425          | (730,713)      | (314,861)      | (326,409)        | (873,558)        |
| Income tax expense (recovery)   | 127,571          | (121,582)      | (8,011)        | -                | (2,022)          |
| <b>Net income (loss) and comprehensive income (loss) for the period</b> | \$ 370,854       | \$ (609,131)   | \$ (306,850)   | \$ (326,409)     | \$ (871,536)     |

| Nine months ended September 30, 2024                                    | EarthLabs        | CEO.CA           | DigiGeoData      | EarthLabs Media  | Total             |
|---|------------------|------------------|------------------|------------------|-------------------|
| <b>Revenue</b>  |                  |                  |                  |                  |                   |
| Advertising   | \$ -             | \$ 2,308,332     | \$ -             | \$ 1,957,421     | \$ 4,265,753      |
| Subscriptions   | -                | 547,697          | 82,382           | 284,618          | 914,697           |
| Sales of exploration maps   | -                | -                | 122,058          | 18,050           | 140,108           |
| Net investment gains (losses)   | 4,196,806        | (368,892)        | -                | -                | 3,827,914         |
| Other income  | 203,100          | 197,885          | 2,691            | 172,206          | 575,882           |
|   | <u>4,399,906</u> | <u>2,685,022</u> | <u>207,131</u>   | <u>2,432,295</u> | <u>9,724,354</u>  |
| <b>Expenses</b>   |                  |                  |                  |                  |                   |
| Office and other  | 2,390,720        | 1,142,704        | 549,615          | 3,310,668        | 7,393,707         |
| Stock-based compensation expense  | 233,014          | -                | -                | -                | 233,014           |
| Amortization and depreciation   | 149,150          | 7,357            | 427              | 250,429          | 407,363           |
| Research and development  | -                | 1,574,309        | 759,648          | 96,799           | 2,430,756         |
| Brokerage fees and transaction costs                                    | 46,799           | 18,931           | -                | -                | 65,730            |
| Finance expenses  | 82,477           | -                | -                | 27,434           | 109,911           |
|   | <u>2,902,160</u> | <u>2,743,301</u> | <u>1,309,690</u> | <u>3,685,330</u> | <u>10,640,481</u> |
| <b>Loss from equity investment</b>                                      | (30,385)         | -                | -                | -                | (30,385)          |
| <b>Income (loss) before income taxes</b>                                | 1,467,361        | (58,279)         | (1,102,559)      | (1,253,035)      | (946,512)         |
| Income tax expense (recovery)   | 509,524          | (219,918)        | (8,011)          | -                | 281,595           |
| <b>Net income (loss) and comprehensive income (loss) for the period</b> | \$ 957,837       | \$ 161,639       | \$ (1,094,548)   | \$ (1,253,035)   | \$ (1,228,107)    |

Selected results for the three months ended September 30, 2023 are as follows:

| Three months ended September 30, 2023                 | EarthLabs          | CEO.CA           | DigiGeoData    | Total              |
|---|--------------------|------------------|----------------|--------------------|
| <b>Revenue</b>  |                    |                  |                |                    |
| Advertising   | \$ -               | \$ 440,430       | \$ -           | \$ 440,430         |
| Subscriptions   | -                  | 187,323          | 24,945         | 212,268            |
| Sales of exploration maps                             | -                  | -                | 49,929         | 49,929             |
| Net investment gains (losses)                         | (3,954,730)        | 205,717          | -              | (3,749,013)        |
| Other income  | 197,636            | 34,951           | 2,042          | 234,629            |
|   | <u>(3,757,094)</u> | <u>868,421</u>   | <u>76,916</u>  | <u>(2,811,757)</u> |
| <b>Expenses</b>                                       |                    |                  |                |                    |
| Office and other                                      | 239,869            | 899,815          | 179,772        | 1,319,456          |
| Stock-based compensation expense                      | 1,728,285          | -                | -              | 1,728,285          |
| Amortization and depreciation                         | 15,026             | 262,645          | 25,148         | 302,819            |
| Research and development                              | -                  | 249,715          | 144,363        | 394,078            |
| Brokerage fees and transaction costs                  | 26,409             | 3,198            | -              | 29,607             |
| Finance expenses                                      | 4,134              | -                | -              | 4,134              |
|   | <u>2,013,723</u>   | <u>1,415,373</u> | <u>349,283</u> | <u>3,778,379</u>   |
| <b>Loss from equity investment</b>                    | (14,821)           | -                | -              | (14,821)           |
| <b>Loss before income taxes</b>                       | (5,785,638)        | (546,952)        | (272,367)      | (6,604,957)        |
| Income tax recovery                                   | (623,527)          | (109,174)        | (4,409)        | (737,110)          |
| <b>Net loss and comprehensive loss for the period</b> | \$ (5,162,111)     | \$ (437,778)     | \$ (267,958)   | \$ (5,867,847)     |

| Nine months ended September 30, 2023                  | EarthLabs        | CEO.CA           | DigiGeoData      | Total            |
|---|------------------|------------------|------------------|------------------|
| <b>Revenue</b>  |                  |                  |                  |                  |
| Advertising   | \$ -             | \$ 1,529,244     | \$ -             | \$ 1,529,244     |
| Subscriptions   | -                | 581,998          | 63,293           | 645,291          |
| Sales of exploration maps                             | -                | -                | 189,428          | 189,428          |
| Net investment gains (losses)                         | (1,146,491)      | 132,432          | -                | (1,014,059)      |
| Other income  | 643,567          | 89,096           | 2,717            | 735,380          |
|   | <u>(502,924)</u> | <u>2,332,770</u> | <u>255,438</u>   | <u>2,085,284</u> |
| <b>Expenses</b>                                       |                  |                  |                  |                  |
| Office and other                                      | 1,527,638        | 1,970,784        | 652,245          | 4,150,667        |
| Stock-based compensation expense                      | 1,948,515        | -                | -                | 1,948,515        |
| Amortization and depreciation                         | 44,195           | 789,528          | 71,028           | 904,751          |
| Research and development                              | -                | 844,071          | 402,026          | 1,246,097        |
| Brokerage fees and transaction costs                  | 94,584           | 3,398            | -                | 97,982           |
| Finance expenses                                      | 13,831           | -                | -                | 13,831           |
|   | <u>3,628,763</u> | <u>3,607,781</u> | <u>1,125,299</u> | <u>8,361,843</u> |
| <b>Loss from equity investment</b>                    | (90,854)         | -                | -                | (90,854)         |
| <b>Loss before income taxes</b>                       | (4,222,541)      | (1,275,011)      | (869,861)        | (6,367,413)      |
| Income tax recovery                                   | (619,138)        | (251,763)        | (93,456)         | (964,357)        |
| <b>Net loss and comprehensive loss for the period</b> | \$ (3,603,403)   | \$ (1,023,248)   | \$ (776,405)     | \$ (5,403,056)   |

### **Three months ended September 30, 2024 and 2023:**

As previously discussed, on December 1, 2023, the Company acquired TNM Group, a leading group of mining media brands. The asset purchase was accounted for as a business acquisition and the Company began consolidating the operating results of the TNM Group effective December 1, 2023.

For the three months ending September 30, 2024, the Company reported advertising revenue of \$1,405,283, a 219.1% increase from \$440,430 for the same period in 2023. This growth was primarily driven by increased sales in CEO.CA and new sales from the TNM Group. Subscription revenue reached \$310,090, up 46.1% from \$212,268 for three months ended September 30, 2023, while sales of exploration maps were \$35,027, down 29.8% from \$49,929 for the three months ended September 30, 2023.

The Company has investments in some of its customers as well as other investments, primarily in junior mining companies. The Company does not have a firm policy regarding (i) the extent of its investments in its customers; or (ii) the percentage of issued and outstanding shares that it may acquire in any given customer. The Company does not seek to acquire any particular level of ownership in order to exert influence over any of its investees and treats such holdings as passive investments. The Company may opt to hold, decrease or increase its position in any investee company at any time based upon market forces, management's assessment of the investment in question and the funding needs of the Company. The value of any particular investee company will be affected by its operations and general market fluctuations, each of which are beyond the control of the Company. Accordingly, the value of the Company's investments could increase or decrease at any time, and the Company may not realize upon any unrealized gains which it has reported, depending upon the nature and timing of its disposal of any such investments. See also the Investments section and Investment Risks section elsewhere in this MD&A.

For the three months ended September 30, 2024, the Company reported net investment gains of \$944,686 as compared to net investment losses of \$3,749,013 for the three months ended September 30, 2023, related to net realized gains on investments of \$460,878 (three months ended September 30, 2023 – \$130,673) and net change in unrealized gains on investments of \$483,808 (2023 – net unrealized losses on investments of \$3,879,686) from the net write-up to fair value and net reversal of previously recognized unrealized gains (losses) on the investments in accordance with the Company's accounting policy for investments.

For the three months ending September 30, 2024, the Company reported other income of \$98,654, reflecting a 58.0% decrease from \$234,629 in the same period in 2023. This decline is primarily due to a reduction in interest income as a result of a decrease in money market funds and interest rates. Other income primarily comprises of revenue from other sales, including interviews at conferences, featured news releases and other features, as well as interest income generated from the Company's investments in cash equivalents, such as Guaranteed Investment Certificates and money market funds.

A summary of other income for the three months ended September 30, 2024 and 2023 is as follows:

|                             | <b>Three months ended<br/>September 30,</b> |             |
|-----------------------------|---|-------------|
|                             | <b>2024</b>                                 | <b>2023</b> |
| Other sales                 | \$ <b>37,484</b>                            | \$ 28,123   |
| Interest income             | <b>45,682</b>                               | 200,762     |
| Grants and subsidies        | -   | -           |
| Consulting income and other | <b>15,488</b>                               | 5,153       |
| Dividend income             | -   | 591         |
|                             | <b>\$ 98,654</b>                            | \$ 234,629  |

Included in operating, general, and administrative expenses for the three months ended September 30 are the following:

|                                       | <b>Three months ended<br/>September 30,</b> |              |
|---------------------------------------|---|--------------|
|                                       | <b>2024</b>                                 | <b>2023</b>  |
| Salaries and consulting fees          | \$ <b>1,553,629</b>                         | \$ 684,446   |
| Software licensing fees               | <b>410,027</b>                              | 212,541      |
| Professional fees                     | <b>161,224</b>                              | 148,187      |
| Other office and general              | <b>149,817</b>                              | 53,217       |
| Amortization and depreciation         | <b>122,069</b>                              | 302,819      |
| Other employee benefits               | <b>115,323</b>                              | 39,691       |
| Travel and promotion                  | <b>82,147</b>                               | 71,824       |
| Stock-based compensation expense      | <b>57,868</b>                               | 1,728,285    |
| Shareholder relations and filing fees | <b>54,275</b>                               | 60,898       |
| Brokerage fees and transaction costs  | <b>28,351</b>                               | 29,607       |
| Directors' fees                       | <b>20,000</b>                               | 55,750       |
| Provision for ECLs                    | <b>13,977</b>                               | 600          |
| Foreign exchange expense (gain)       | <b>5,846</b>                                | (26,000)     |
| Operating lease payments              | <b>1,995</b>                                | 18,302       |
|                                       | <b>\$ 2,776,548</b>                         | \$ 3,380,167 |

For the three months ended September 30, 2024, the Company had operating, general and administrative expenses of \$2,776,548 down from \$3,380,167 for the three months ended September 30, 2023, primarily due to a decrease in stock-based compensation expense. Salaries and consulting fees remain the Company's highest operating expense and are expected to continue rising due to increased hiring to support growing subsidiary activities. Amortization and depreciation expenses decreased by \$180,750, totaling \$122,069 compared to \$302,819 in 2023. This decrease is largely due to reduced amortization of intangible assets associated with CEO.CA and DigiGeoData, which were fully impaired to nil as of December 31, 2023.

Stock-based compensation expenses significantly decreased by \$1,670,417, amounting to \$57,868 compared to \$1,728,285 for the three months ended September 30, 2023. This reduction is attributed to the absence of stock option grants during the current quarter, whereas 13,400,000 options (exercisable at \$0.20 per share, expiring September 8, 2028) were granted in the comparable period of 2023. Stock-based compensation expenses fluctuate depending on the number of options granted and vested during each period, along with the calculated fair value of options at the grant date. These options are accounted for under the fair value method of stock-based compensation, with their fair

value estimated at grant using the Black-Scholes option pricing model and expensed over the vesting periods via the graded method.

For the three months ended September 30, 2024, the Company's research and development expenditures (which consist of salaries and consulting fees) totalled \$840,751 as compared to \$394,078 for the three months ended September 30, 2023. These expenditures relate to software research and development in the Company's subsidiaries CEO.CA, DigiGeoData, and ELM.

For the three months ended September 30, 2024, the Company had recorded finance expenses of \$36,125 as compared to \$4,134 for the three months ended September 30, 2023. The finance expenses relate to lease liabilities (\$26,717) and the accretion of the promissory note of \$9,408. The amount related to lease liabilities is the difference between lease payments and the net present value that has been accrued in accordance with the accounting policy for leases. The Company currently has two leased offices, in Toronto, Ontario and Montreal, Quebec.

For the three months ended September 30, 2024, the Company recorded a loss from its equity investment of \$13,874 as compared to \$14,821 for the three months ended September 30, 2023. The loss represents the Company's share of loss of GPM. See Equity Investment in Golden Planet Mining Corp. ("GPM") Section elsewhere in this MD&A.

For the three months ended September 30, 2024, the Company had recorded an income tax recovery of \$2,022 as compared to \$737,110 for the three months ended September 30, 2023. The income tax recovery was primarily related to an increase in income tax receivable from tax losses carried back offset by deferred tax liabilities due to the Company's temporary differences on investments.

For the three months ended September 30, 2024, the Company had a net loss and comprehensive loss of \$871,536 (basic loss per share of \$0.01) as compared to \$5,867,847 (basic loss per share of \$0.04).

### **Nine months ended September 30, 2024 and 2023:**

As previously discussed, on December 1, 2023, the Company acquired TNM Group, a leading group of mining media brands. The asset purchase was accounted for as a business acquisition and the Company began consolidating the operating results of the TNM Group effective December 1, 2023.

For the nine months ended September 30, 2024, the Company recorded advertising revenue of \$4,265,753, a significant 178.9% increase from \$1,529,244 for the nine months ended September 30, 2023. This growth includes a contribution of \$1,957,421 from the TNM Group. Subscription revenue rose 41.7%, totaling \$914,697, up from \$645,291 in 2023. However, sales of exploration maps decreased by 26.0%, with revenue of \$140,108 compared to \$189,428 for the nine months ended September 30, 2023.

The Company has investments in some of its customers as well as other investments, primarily in junior mining companies. The Company does not have a firm policy regarding (i) the extent of its investments in its customers; or (ii) the percentage of issued and outstanding shares that it may acquire in any given customer. The Company does not seek to acquire any particular level of ownership in order to exert influence over any of its investees and treats such holdings as passive investments. The Company may opt to hold, decrease or increase its position in any investee company at any time based upon market forces, management's assessment of the investment in question and the funding needs of the Company. The value of any particular investee company will be affected by its operations and general market fluctuations, each of which are beyond the control of the Company. Accordingly, the value of

the Company's investments could increase or decrease at any time, and the Company may not realize upon any unrealized gains which it has reported, depending upon the nature and timing of its disposal of any such investments. See also the Investments section and Investment Risks section elsewhere in this MD&A.

For the nine months ending September 30, 2024, the Company reported net investment gains of \$3,827,914, a significant improvement from the net investment losses of \$1,014,059 in the same period in 2023. This change includes net realized gains on investments of \$929,568, compared to net realized losses of \$632,846 in the prior year, as well as a net change in unrealized gains on investments of \$2,898,346, in contrast to net unrealized losses of \$381,213 for the same period in 2023. These gains in the current year period reflect the net write-up to fair value and the reversal of previously recognized unrealized gains or losses on investments, in accordance with the Company's investment accounting policy.

For the nine months ended September 30, 2024, the Company reported other income of \$575,882, a 21.7% decrease from \$735,380 for the nine months ended September 30, 2023. This decline is primarily attributed to reduced interest income. The primary components of other income include revenue from other sales, such as interviews at conferences, news release features and other features, as well as interest income from the Company's investments in cash equivalents, including Guaranteed Investment Certificates and money market funds. In June 2024, the Company also received a grant of \$64,326 from the Canadian Heritage Fund under the Aid to Publishers component of the Canada Periodical Fund, which supports eligible Canadian publishers of print magazines, non-daily community newspapers, and digital periodicals to produce and distribute high-quality Canadian content for Canadian readers.

A summary of other income for the nine months ended September 30, 2024 and 2023 is as follows:

|                             | <b>Nine months ended<br/>September 30,</b> |             |
|-----------------------------|--|-------------|
|                             | <b>2024</b>                                | <b>2023</b> |
| Other sales                 | \$ <b>309,870</b>                          | \$ 81,324   |
| Interest income             | <b>154,900</b>                             | 590,082     |
| Grants and subsidies        | <b>64,326</b>                              | -           |
| Consulting income and other | <b>46,766</b>                              | 25,767      |
| Dividend income             | <b>20</b>                                  | 38,207      |
|                             | <b>\$ 575,882</b>                          | \$ 735,380  |

Included in operating, general, and administrative expenses for the nine months ended September 30 are the following:

|                                  | <b>Nine months ended<br/>September 30,</b> |              |
|----------------------------------|--|--------------|
|                                  | <b>2024</b>                                | <b>2023</b>  |
| Salaries and consulting fees     | \$ <b>4,338,821</b>                        | \$ 2,155,465 |
| Software licensing fees          | <b>1,057,468</b>                           | 592,552      |
| Other office and general         | <b>582,543</b>                             | 178,294      |
| Professional fees                | <b>417,244</b>                             | 462,534      |
| Amortization and depreciation    | <b>407,363</b>                             | 904,751      |
| Other employee benefits          | <b>363,548</b>                             | 146,696      |
| Travel and promotion             | <b>330,953</b>                             | 182,401      |
| Stock-based compensation expense | <b>233,014</b>                             | 1,948,515    |

|                                       |                     |                     |
|---------------------------------------|---------------------|---------------------|
| Shareholder relations and filing fees | <b>147,130</b>      | 133,683             |
| Provision for ECLs                    | <b>102,000</b>      | 78,017              |
| Brokerage fees and transaction costs  | <b>65,730</b>       | 97,982              |
| Directors' fees                       | <b>60,000</b>       | 173,375             |
| Operating lease payments              | <b>3,147</b>        | 51,140              |
| Foreign exchange gain                 | <b>(9,147)</b>      | (3,490)             |
|                                       | <b>\$ 8,099,814</b> | <b>\$ 7,101,915</b> |

For the nine months ended September 30, 2024, the Company recorded operating, general, and administrative expenses of \$8,099,814, up from \$7,101,915 for the nine months ended September 30, 2023. This increase was mainly due to higher operating expenses along with additional costs associated with the newly acquired media division, the Northern Miner Group. Salaries and consulting fees continued to be the highest expense category and are expected to keep rising as the Company expands hiring to support increased subsidiary activities. Stock-based compensation expenses fell by \$1,715,501, totaling \$233,014, down from \$1,948,515 in the prior year period. No stock options were granted during the current period, in contrast to the same period in 2023, when the Company granted 13,400,000 stock options (exercisable at \$0.20 per share, expiring on September 8, 2028). Stock-based compensation expenses vary based on the number of options granted and vested, as well as the fair value calculated at the grant date. Amortization and depreciation expenses decreased by \$497,388, amounting to \$407,363, down from \$904,751 in 2023. This reduction was primarily due to the decrease in amortization of intangible assets related to CEO.CA and DigiGeoData, which were fully impaired to nil as of December 31, 2023.

For the nine months ended September 30, 2024, the Company's research and development expenditures (which consist of salaries and consulting fees) totalled \$2,430,756 as compared to \$1,246,097 for the nine months ended September 30, 2023. These expenditures relate to software research and development in Company's subsidiaries CEO.CA, DigiGeoData, and ELM.

For the nine months ended September 30, 2024, the Company had recorded finance expenses of \$109,911 as compared to \$13,831 for the nine months ended September 30, 2023. The finance expenses relate to lease liabilities (\$82,477) and the accretion of the promissory note (\$27,434). The amount related to lease liabilities is the difference between lease payments and the net present value that has been accrued in accordance with the accounting policy for leases. The Company currently has two leased offices, in Toronto, Ontario and Montreal, Quebec.

For the nine months ended September 30, 2024, the Company recorded a loss from its equity investment of \$30,385 as compared to \$90,854 for the nine months ended September 30, 2023. The loss represents the Company's share of loss of GPM. See Equity Investment in Golden Planet Mining Corp. ("GPM") Section elsewhere in this MD&A.

For the nine months ended September 30, 2024, the Company had recorded an income tax expense of \$281,595 as compared to an income tax recovery of \$964,357 for the nine months ended September 30, 2023. The income tax expense was primarily related to an increase in deferred tax liabilities due to the Company's temporary differences on investments.

For the nine months ended September 30, 2024, the Company had a net loss and comprehensive loss of \$1,228,107 (basic loss per share of \$0.01) as compared to \$5,403,056 (basic loss per share of \$0.04).

## **Cash Flows**

### **Nine months ended September 30, 2024 and 2023:**

During the nine months ended September 30, 2024, the Company used net cash of \$174,275 in operating activities as compared to \$10,779,907 for the nine months ended September 30, 2023. For the nine months ended September 30, 2024, the Company had significant non-cash items relating to deferred tax expense of \$458,466 (2023 – deferred tax recovery of \$324,233), amortization and depreciation of \$407,363 (2023 - \$904,751), and stock based-compensation of \$233,014 (2023 - \$1,948,515). During the nine months ended September 30, 2024, the Company purchased investments totalling \$7,271,983 (2023 - \$19,384,067) and received proceeds on disposition of investments totalling \$9,456,295 (2023 - \$9,124,597). The Company has deployed its funds in investment activities from the sale of its consulting business, specifically for purchases of mineral exploration mining companies and the Company will be required to dispose of its current investments holdings to generate funds for investing and operations.

During the nine months ended September 30, 2024, the Company used net cash of \$140,119 in financing activities as compared to generating net cash of \$97,840 during the nine months ended September 30, 2023. During the nine months ended September 30, 2024, the Company used cash of \$173,452 (2023 - \$52,160) for principal payments of lease liabilities. In the current year period, the Company also received cash of \$33,333 (2023 - \$150,000) from the exercise of stock options.

During nine months ended September 30, 2024, cash used in investing activities was \$85,587 as compared to \$287,941 during the nine months ended September 30, 2023. During the nine months ended September 30, 2024, the Company purchased property and equipment totalling \$85,587 (2023 - \$24,107).

For the nine months ended September 30, 2024, the Company had a net decrease in cash and cash equivalents of \$399,981 as compared to \$10,970,008 for the nine months ended September 30, 2023. As a result, the Company had a cash and cash equivalents balance of \$4,827,676 as at September 30, 2024 as compared to \$14,376,041 as at September 30, 2023.

### **Equity investment in Golden Planet Mining Corp. ("GPM")**

On September 30, 2024 and December 31, 2023, the Company owned 18,047,186 common shares (27.5% on a non-diluted basis) of Golden Planet Mining Corp. ("GPM"), has representation on its board and has one shared management member. Thus, the Company has significant influence over GPM and equity accounts its investment in GPM. Golden Planet Mining Corp has a December 31 year-end, which is the same year-end as the Company.

As at September 30, 2024 and December 31, 2023, the Company determined that there were no indicators of impairment on the equity investment in GPM.

The following is a summary of the financial information of GPM (100%):

|                           | <b>September 30, 2024</b> | December 31, 2023 |
|---------------------------|---------------------------|-------------------|
| Cash and cash equivalents | \$ 6,401,221              | \$ 6,478,205      |
| Other current assets      | 7,248                     | 18,997            |
| Non-current assets        | 1,296,857                 | 1,326,857         |
| Current liabilities       | <b>(14,253)</b>           | (22,578)          |
| Net assets                | <b>\$ 7,691,073</b>       | \$ 7,801,481      |

Interim Condensed Consolidated statements of loss and comprehensive loss highlights for the three and nine months ended September 30, 2024 and 2023:

|                                       | <b>Three months ended September 30,</b> |           | <b>Nine months ended September 30,</b> |            |
|---------------------------------------|---|-----------|--|------------|
|                                       | <b>2024</b>                             | 2023      | <b>2024</b>                            | 2023       |
| Amortization and depreciation         | \$ -                                    | \$ -      | \$ -                                   | \$ 635     |
| Stock-based compensation expense      | -                                       | -         | -                                      | 31,308     |
| Other expenses                        | <b>70,132</b>                           | 121,295   | <b>262,075</b>                         | 463,098    |
| Total net loss                        | <b>70,132</b>                           | 121,295   | <b>262,075</b>                         | 495,041    |
| Other comprehensive income            | <b>19,718</b>                           | 67,440    | <b>151,667</b>                         | 164,904    |
| Total net loss and comprehensive loss | <b>\$ 50,414</b>                        | \$ 53,855 | <b>\$ 110,408</b>                      | \$ 330,137 |

The following table reconciles the summarized financial information to the carrying amount of EarthLabs's interest in GPM:

|  | <b>September 30, 2024</b> | December 31, 2023 |
|--|---------------------------|-------------------|
| Opening net assets - GPM   | \$ 7,801,481              | \$ 8,160,885      |
| Net change in share capital and reserves - GPM                       | -                         | 31,307            |
| Total net loss and comprehensive loss - GPM                          | <b>(110,408)</b>          | (390,711)         |
| Closing net assets - GPM   | <b>\$ 7,691,073</b>       | \$ 7,801,481      |
| EarthLabs's ownership  | <b>27.52%</b>             | 27.52%            |
| EarthLabs's share of closing net assets                              | \$ 2,116,583              | \$ 2,146,968      |
| Goodwill relating to investment in GPM                               | <b>(8,616)</b>            | (8,616)           |
| Carrying amount in the consolidated statements of financial position | <b>\$ 2,107,967</b>       | \$ 2,138,352      |

The following is a summary of the Company's investment in GPM:

|  | <b>GPM</b>          |
|--|---------------------|
| Equity investment as at December 31, 2022  | \$ 2,245,876        |
| EarthLabs's share of loss for the period   | (90,854)            |
| Equity investment as at September 30, 2023 | \$ 2,155,022        |
| Equity investment as at December 31, 2023  | \$ 2,138,352        |
| EarthLabs's share of loss for the period   | <b>(30,385)</b>     |
| Equity investment at September 30, 2024    | <b>\$ 2,107,967</b> |

## Investments:

The fair value and cost of investments are as at September 30, 2024 and December 31, 2023 as follows:

|                           | Fair Value           | Cost                 |
|---------------------------|----------------------|----------------------|
| <b>September 30, 2024</b> | <b>\$ 36,734,753</b> | <b>\$ 31,615,439</b> |
| December 31, 2023         | \$ 35,091,151        | \$ 32,870,183        |

As at September 30, 2024, included in the fair value is warrants with a fair value of \$4,422,307 (December 31, 2023 - \$5,117,430), valued in accordance with the Company's accounting policy for warrants. The warrants were acquired as part of the Company's participation in private placement financings of the investees.

As at September 30, 2024, the fair value of investments exceeded original cost by \$5,119,314 as compared to \$2,220,968 as at December 31, 2023. The increase for the nine months ended September 30, 2024 was primarily due to the net change in unrealized gains on investments of \$2,898,346 for the current period.

The fair value of the Company's investments as reflected in its financial statements and calculated in accordance with IFRS and its accounting policies may differ from the actual proceeds of disposition that would be realized by the Company. For example, the amounts at which the Company's publicly-traded investments could be disposed of currently may differ from fair values based on market quotes, as the value at which significant ownership positions are sold is often different than the quoted market price due to a variety of factors such as premiums paid for large blocks or discounts due to illiquidity.

As at September 30, 2024, the investments (with individual disclosure of investments over 20% of the fair value of total investments) by type consists of the following:

| Investments by type                   | Number of positions | Cost              | Fair value        | % of total FV of Investments |
|---------------------------------------|---------------------|-------------------|-------------------|------------------------------|
| TSX listed issuers                    | 7                   | \$ 1,119,698      | \$ 3,494,428      | 9.5%                         |
| TSXV listed issuers                   | 88                  | 19,191,338        | 20,020,313        | 54.5%                        |
| CSE listed issuers                    | 38                  | 4,124,863         | 3,640,363         | 9.9%                         |
| U.S. and other foreign listed issuers | 3                   | 1,007,524         | 2,701,282         | 7.4%                         |
| Private companies                     | 18                  | 6,172,016         | 6,878,367         | 18.7%                        |
|                                       | <b>154</b>          | <b>31,615,439</b> | <b>36,734,753</b> | <b>100.0%</b>                |

As at December 31, 2023, the investments (with individual disclosure of investments over 20% of the fair value of total investments) by type consists of the following:

| Investments by type                   | Number of positions | Cost              | Fair value        | % of total FV of Investments |
|---------------------------------------|---------------------|-------------------|-------------------|------------------------------|
| New Found Gold Corp. (TSXV: NFG)      | 1                   | \$ 5,382,500      | \$ 8,826,300      | 25.2%                        |
| TSX listed issuers                    | 4                   | 1,185,142         | 1,938,339         | 5.5%                         |
| TSXV listed issuers                   | 73                  | 12,750,951        | 11,324,221        | 32.3%                        |
| CSE listed issuers                    | 32                  | 3,167,341         | 2,595,505         | 7.4%                         |
| U.S. and other foreign listed issuers | 2                   | 781,945           | 1,378,200         | 3.9%                         |
| Private companies                     | 16                  | 9,602,304         | 9,028,586         | 25.7%                        |
|                                       | <b>128</b>          | <b>32,870,183</b> | <b>35,091,151</b> | <b>100.0%</b>                |

As at September 30, 2024, the investments by industry consists of the following:

| <b>Investments by industry</b>             | <b>Number of positions</b> | <b>Cost</b>          | <b>Fair value</b>    | <b>% of total FV of Investments</b> |
|--|----------------------------|----------------------|----------------------|-------------------------------------|
| Gold and precious metals                   | 8                          | \$ 461,150           | \$ 596,276           | 1.6%                                |
| Junior natural resource - mining           | 102                        | 26,131,993           | 31,421,263           | 85.5%                               |
| Metals and mining - metal mines            | 3                          | 110,043              | 36,904               | 0.1%                                |
| Metals and mining - mining                 | 17                         | 2,211,215            | 3,151,810            | 8.6%                                |
| Metals and mining - non-based metal mining | 5                          | 639,364              | 682,258              | 1.9%                                |
| Other                                      | 19                         | 2,061,674            | 846,242              | 2.3%                                |
|  | <b>154</b>                 | <b>\$ 31,615,439</b> | <b>\$ 36,734,753</b> | <b>100.0%</b>                       |

As at December 31, 2023, the investments by industry consists of the following:

| <b>Investments by industry</b>             | <b>Number of positions</b> | <b>Cost</b>          | <b>Fair value</b>    | <b>% of total FV of Investments</b> |
|--|----------------------------|----------------------|----------------------|-------------------------------------|
| Gold and precious metals                   | 3                          | \$ 102,992           | \$ 426,917           | 1.2%                                |
| Junior natural resource - mining           | 96                         | 28,973,733           | 32,113,042           | 91.5%                               |
| Metals and mining - metal mines            | 2                          | 90,043               | 55,325               | 0.2%                                |
| Metals and mining - mining                 | 12                         | 1,125,843            | 715,175              | 2.0%                                |
| Metals and mining - non-based metal mining | 6                          | 860,146              | 911,923              | 2.6%                                |
| Other                                      | 9                          | 1,717,426            | 868,769              | 2.5%                                |
|  | <b>128</b>                 | <b>\$ 32,870,183</b> | <b>\$ 35,091,151</b> | <b>100.0%</b>                       |

During the nine months ended September 30, 2024, two of the Company's private investees were listed on a public exchange (2023 – two). As at September 30, 2024, total investments included securities of 18 private companies with a fair value totalling \$36,734,753 (18.7% of total fair value of the Company's investments; cost of \$31,615,439). As at December 31, 2023, total investments included securities of 16 private companies with a fair value totalling \$9,028,586 (25.7% of total fair value of the Company's investments; cost of \$9,602,304). The fair value was determined in accordance with the Company's accounting policy for private company investments. The amounts at which the Company's private company investments could be disposed of currently may differ significantly from their carrying values since there is no active market to dispose of these investments.

In addition, as at September 30, 2024, the Company has an equity investment in GPM with a carrying value of \$2,107,967 (December 31, 2023 - \$2,138,352), as previously discussed.

### **Segmented information:**

The management of the Company is responsible for the Company's sales and considers the business to have one operating segment: Financial Technology Division which includes the Company's financial and media technology (CEO.CA, ELM and DigiGeoData) and growing investment portfolio.

The Company measures each reportable operating segment's performance based on revenue and segment operating income, which is the profit metric utilized by the Company's management, for assessing the performance of operating segments. The Company has a single reportable geographic segment, Canada, and all of the Company's assets and equipment are located in Canada. The Company's operating segments are not reliant on any single external customer.

The internal reporting provided to the management of the Company's assets, liabilities, and performance is prepared consistently with the measurement and recognition principles of IFRS. The intercompany sales and advances have been eliminated in the interim condensed consolidated financial statements. The Company does not report total assets or total liabilities based on its reportable operating segments.

### Liquidity and capital resources:

| <b>Interim condensed consolidated statements of financial position highlights</b> | <b>September 30, 2024</b> | <b>December 31, 2023</b> |
|---|---------------------------|--------------------------|
| Cash and cash equivalents   | \$ 4,827,676              | \$ 5,227,657             |
| Due from brokers  | 554,255                   | 485,949                  |
| Accounts receivable, net of expected credit losses                                | 394,406                   | 120,253                  |
| Investments, at fair value  | 36,734,753                | 35,091,151               |
| Equity investment   | 2,107,967                 | 2,138,352                |
| Income tax receivable   | 263,994                   | 854,023                  |
| Property, equipment and right-of-use assets                                       | 1,175,154                 | 1,252,737                |
| Intangible Assets   | 2,882,807                 | 3,127,000                |
| Goodwill  | 624,290                   | 624,290                  |
| Total assets  | 49,972,510                | 49,251,445               |
| Accounts payable and accrued liabilities  | 1,432,273                 | 1,287,021                |
| Deferred revenue  | 2,915,271                 | 1,921,102                |
| Total promissory note   | 1,035,648                 | 980,971                  |
| Total lease liabilities   | 1,064,179                 | 1,155,154                |
| Deferred tax liabilities  | 663,156                   | 204,690                  |
| Total liabilities   | 7,222,637                 | 5,589,812                |
| Share capital, contributed surplus, and warrants                                  | 52,540,704                | 52,224,357               |
| Deficit   | (9,790,831)               | (8,562,724)              |

As at September 30, 2024, the Company had total cash and cash equivalents, due from brokers, investments and equity investments of \$44,224,651 as compared to \$42,943,109 as at December 31, 2023. The increase was due to the net unrealized gains on its investments and net proceeds on disposition of investments.

As at September 30, 2024, total liabilities increased by \$1,632,825 to \$7,222,637 as compared to \$5,589,812 as at December 31, 2023, primarily due to an increase in deferred revenue by \$994,169 and deferred tax liabilities by \$458,466 offset by a decrease in lease liabilities. As part of the acquisition of the Northern Miner Group, the Company has a promissory note payable to Glacier Rig Ltd. with carrying value of \$1,035,648 (\$1,102,364 net of interest) payable over two years. The deferred tax liabilities as at September 30, 2024 and December 31, 2023 relates to the potential tax payable on the Company's unrealized gains on its investments and other temporary tax differences.

The Company's cash and cash equivalents and investments as at September 30, 2024 is sufficient to meet the Company's current liabilities. The Company continues to have no long-term debt (other than non-current lease liabilities and promissory note) and is well positioned to meet its operating expenditure obligations as they become due and to fund its investing activities.

In November 2020, the Company signed a lease for premises in Toronto, Ontario which started on December 1, 2020 for annual payments of \$42,900 plus operating costs and applicable taxes until April 30, 2024. In December 2023, the Company signed a lease for new premises in Toronto, Ontario, which replaced the Company's current Toronto lease and commenced on December 1, 2023 for annual payments of approximately \$203,994 (increasing by 2% each year) plus applicable taxes until November 30, 2030. In August 2022, the Company signed a lease for premises in Montreal, Quebec, which started August 1, 2022 for annual payments of approximately \$21,239 (increased by the CPI rate each year) plus applicable taxes until July 31, 2027.

As at September 30, 2024, future minimum annual lease payments under operating leases for premises are approximately as follows:

|  |    |                  |
|--|----|------------------|
| 2024   | \$ | <b>58,225</b>    |
| 2025   |    | <b>236,483</b>   |
| 2026   |    | <b>241,353</b>   |
| 2027   |    | <b>233,862</b>   |
| 2028   |    | <b>221,178</b>   |
| 2029   |    | <b>225,601</b>   |
| 2030   |    | <b>210,586</b>   |
| Prepaid rent deposits                                  |    | <b>(21,500)</b>  |
| Total lease obligations                                |    | <b>1,405,788</b> |
| Discount at effective interest rate of 9%-15%          |    | <b>(341,609)</b> |
| Net lease liabilities, as at September 30, 2024        |    | <b>1,064,179</b> |
| Non-current lease liabilities as at September 30, 2024 |    | <b>(927,166)</b> |
| Current lease liabilities as at September 30, 2024     | \$ | <b>137,013</b>   |

### Related party transactions:

All transactions with related parties have occurred in the normal course of operations.

- (a) During the three months ended September 30, 2024 and 2023, key management personnel are defined as those individuals having authority and responsibility for planning, directing, and controlling the activities of the Company. EarthLabs considers Denis Laviolette, its Executive Chairman and Chief Executive Officer ("EC&CEO"), Vincent Dube-Bourgeois, its President and Director ("President"), Binh Quach, its Chief Financial Officer and Corporate Secretary ("CFO"), Cejay Kim, its Chief Business Officer, and Mathew Wilson, its Chief Investment Officer ("CIO") to be its key management personnel, in addition to its board of directors.

Compensation of key management is included in the interim condensed statements of loss and comprehensive loss for the three and nine months ended September 30:

|                                  | Three months ended |              | Nine months ended |              |
|----------------------------------|--------------------|--------------|-------------------|--------------|
|                                  | September 30,      |              | September 30,     |              |
|                                  | 2024               | 2023         | 2024              | 2023         |
| Salaries and consulting fees     | \$ 281,250         | \$ 281,250   | \$ 843,750        | \$ 1,143,750 |
| Directors fees                   | 20,000             | 55,750       | 60,000            | 173,375      |
| Stock-based compensation expense | -                  | 1,302,967    | 47,941            | 1,402,384    |
| Employee benefits                | 5,885              | 4,252        | 15,300            | 13,000       |
|                                  | \$ 307,135         | \$ 1,644,219 | \$ 966,991        | \$ 2,732,509 |

- (b) During the three and nine months ended September 30, 2024, the Company recorded consulting revenue of \$4,500 and \$13,500, respectively, (three and nine months ended September 30, 2023 - \$4,500 and \$25,114, respectively) from New Found Gold Corp ("NFGC"), a mineral exploration company trading on the TSX Venture Exchange under the symbol "NFG". As at September 30, 2024, the Company also has an investment in NFGC with a fair value of \$5,351,985 (December 31, 2023 - \$8,826,300). The Company's EC&CEO is also a director and President of NFGC.
- (c) As at September 30, 2024, the Company also has an equity investment in Golden Planet Mining Corp. of \$2,107,967 (December 31, 2023 - \$2,138,352). The Company's EC&CEO is also a director and CEO of GPM.
- (d) As at September 30, 2024, the Company has an investment in Sterling Metals Corp. ("Sterling"), a mineral exploration company trading on the TSX Venture Exchange under the symbol "SAG" of \$308,500 (December 31, 2023 - \$461,500). The Company's CIO is also a director and CEO of Sterling.
- (e) As at September 30, 2024, the Company has an investment in Kirkland Lake Discoveries Corp. ("KLDC") (formerly Warrior Gold Inc.), a mineral exploration company trading on the TSX Venture Exchange under the symbol "KLDC", with a carrying fair value of \$503,861 (December 31, 2023 - \$1,168,475). The Company's CEO and President who are directors of the Company are also directors of KLDC. The address of KLDC's corporate office and principal place of business is 25 Adelaide Street East, Suite 1400, Toronto, Ontario, Canada, M5C 3A1. As at September 30, 2024 and December 31, 2023, the Company owns less than 10% of KLDC's outstanding shares.
- (f) During both the three and nine months ended September 30, 2024, the Company recorded other revenue of \$1,950 and \$3,575, respectively, (three and nine months ended September 30, 2023 - \$Nil) from Harfang Exploration Inc. ("Harfang"), a mineral exploration company trading on the TSX Venture Exchange under the symbol "HAR". As at September 30, 2024, the Company didn't have an investment in HAR (December 31, 2023 - fair value of \$88,000). The Company's President is also the CEO and a director of Harfang.
- (g) As at September 30, 2024, included in accounts payable and accrued liabilities is \$nil (December 31, 2023 - \$5,667) due to the officers of the Company, relating to reimbursement of expenses.
- (h) On September 8, 2023, the Company granted 8,550,000 options to directors and officers of the Company, exercisable at \$0.20 per share and expiring on September 8, 2028.

### **Off-Balance Sheet arrangements:**

In January 2019, the Company entered into a Mineral Interest Purchase Agreement (the "Agreement") with a wholly-owned subsidiary of Triple Flag Mining Finance Bermuda Ltd. ("Triple Flag"), a company that focuses on financing and investing in the mining sector. In connection with the Agreement, Triple Flag has acquired 50% of certain mineral interests held or to be acquired by EarthLabs, and certain rights with respect to future mineral interests that are acquired by EarthLabs, for cash consideration of \$100,000. The Company also has net smelter royalties agreements with various junior mining companies in connection with service contracts with them.

As at September 30, 2024, there were no other off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of EarthLabs.

### **Management of capital:**

The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may borrow from its shareholders or raise additional funds. The Company considers its capital to include total equity attributable to shareholders of the Company which amounts to \$42,749,873 on September 30, 2024 (December 31, 2023 – \$43,661,633). The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can provide returns for shareholders.

There were no changes in the Company's approach to capital management during the three months ended September 30, 2024. Since inception, the Company has not declared any cash dividends to its shareholders as part of its capital management program. The Company's current capital resources are sufficient to discharge its current liabilities as at September 30, 2024.

### **Financial instruments and financial risk management:**

#### *Financial instruments*

The carrying amounts of accounts receivable, net of ECL, accounts payable and accrued liabilities, and current lease liabilities approximate their fair value due to their short periods to maturity. Promissory note is recorded at amortized cost.

#### *Financial risk management*

The Company has exposure to credit risk, market risk, liquidity risk, and currency risk associated with its financial assets and liabilities.

There were no significant or material changes to the Company's risk management during the three months ended September 30, 2024. A discussion of the Company's use of financial instruments and other associated risks is as follows.

(a) Credit risk:

Credit risk is the risk that the counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Company. Financial instruments which potentially subject the Company to concentrations of credit risk consist of cash and cash equivalents, due from brokers and accounts receivable. All funds in cash are held in financial institutions that have a credit rating above AA and the Company believes the risk of loss to be remote.

The Company has accounts receivable from mining and exploration companies. The Company's credit risk arises from the possibility that a counterparty which owes the Company money is unable or unwilling to meet its obligations in accordance with the terms and conditions in the contracts with the Company, which would result in a financial loss to the Company. These specific mining and exploration companies may be affected by economic factors and government factors which may impact accounts receivable. Management does not believe that a single industry or geographic region represents significant credit risk. This risk is mitigated through established credit management techniques, including monitoring counterparty creditworthiness, setting exposure limits and monitoring exposure against these customer credit limits.

The maximum exposure to credit risk is the carrying amount of the Company's cash and cash equivalents, due from brokers and accounts receivable, net of ECLs which total \$5,776,337 as at September 30, 2024 (December 31, 2023 - \$5,833,859).

An aging of accounts receivable, net of expected credit losses are as follows as at September 30, 2024 and December 31, 2023:

|  | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Accounts receivable aging                          |                    |                   |
| 0-30 days  | \$ 240,342         | \$ 109,568        |
| 31-60 days   | 134,145            | 572               |
| 61-90 days   | 19,919             | -                 |
| Greater than 90 days                               | 257,572            | 165,685           |
|  | <b>\$ 651,978</b>  | <b>\$ 275,825</b> |
| Expected credit loss provision                     | <b>(257,572)</b>   | <b>(155,572)</b>  |
| Accounts receivable, net of expected credit losses | <b>\$ 394,406</b>  | <b>\$ 120,253</b> |

The movement in the expected credit loss provision can be reconciled as follows as at September 30, 2024 and December 31, 2023:

|   | September 30, 2024  | December 31, 2023   |
|---|---------------------|---------------------|
| Expected credit loss provision:                   |                     |                     |
| Expected credit loss provision, beginning balance | \$ (155,572)        | \$ (107,641)        |
| Provision recorded during the period              | <b>(102,000)</b>    | <b>(47,931)</b>     |
| Expected credit loss provision, ending balance    | <b>\$ (257,572)</b> | <b>\$ (155,572)</b> |

The following default rates are used to calculate the expected credit loss provision on accounts receivable as at September 30, 2024:

|                                 | Total      | 0-30 days  | 31-60 days | 61-90 days | Greater than 90 days |
|---------------------------------|------------|------------|------------|------------|----------------------|
| Default rates                   |            | 0%         | 0%         | 0%         | 100%                 |
| Accounts receivable             | \$ 651,978 | \$ 240,342 | \$ 134,145 | \$ 19,919  | \$ 257,572           |
| Expected credit loss provisions | \$ 257,572 | \$ -       | \$ -       | \$ -       | \$ 257,572           |

The following default rates are used to calculate the expected credit loss provision on accounts receivable as at December 31, 2023:

|                                 | Total      | 0-30 days  | 31-60 days | 61-90 days | Greater than 90 days |
|---------------------------------|------------|------------|------------|------------|----------------------|
| Default rates                   |            | 0%         | 0%         | 0%         | 94%                  |
| Accounts receivable             | \$ 275,825 | \$ 109,568 | \$ 572     | \$ -       | \$ 165,685           |
| Expected credit loss provisions | \$ 155,572 | \$ -       | \$ -       | \$ -       | \$ 155,572           |

The Company does not have collateral to any of its receivable balances.

(b) Market risk:

Market risk is the risk that the fair value of future cash flows from the Company's financial instruments will significantly fluctuate because of changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity and commodity prices. The Company is exposed to market risk in trading its investments and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

Additionally, the Company adjusts its investments to fair value at the end of each reporting period. This process could result in significant write-downs of the Company's investments over one or more reporting periods, particularly during periods of overall market instability, which would have a significant unfavourable effect on the Company's financial position.

As at September 30, 2024 and December 31, 2023, the Company held foreign denominated investments as follows, therefore, market risk also includes currency risk.

| <b>Fair value of investments in Canadian dollars</b> |                           |                          |
|--|---------------------------|--------------------------|
| <b>denominated in:</b>                               | <b>September 30, 2024</b> | <b>December 31, 2023</b> |
| Australian dollars                                   | \$ 2,406,344              | \$ 907,200               |
| Great British pounds                                 | 162,500                   | 471,000                  |
| U.S dollars  | 1,908,292                 | 872,092                  |
|  | \$ 4,477,136              | \$ 2,250,292             |

There were no changes in the way the Company manages market risk during the three months ended September 30, 2024.

The following table shows the estimated sensitivity of the Company's after-tax net loss for the three and nine months ended September 30, 2024 from a change in the fair value price of the Company's investments with all other variables held constant as at September 30, 2024:

| Percentage of change in closing trade price | Decrease in after-tax net loss from % increase in closing trade price | Increase in after-tax net loss from % decrease in closing trade price |
|---|---|---|
| 2%  | \$ 637,348  | \$ (637,348)  |
| 4%  | 1,274,696   | (1,274,696)   |
| 6%  | 1,912,044   | (1,912,044)   |
| 8%  | 2,549,392   | (2,549,392)   |
| 10%   | 3,186,740   | (3,186,740)   |

The following table shows the estimated sensitivity of the Company's after-tax net loss for the three and nine months ended September 30, 2023 from a change in the fair value price of the Company's investments with all other variables held constant as at September 30, 2023:

| Percentage of change in closing trade price | Decrease in after-tax net loss from % increase in closing trade price | Increase in after-tax net loss from % decrease in closing trade price |
|---|---|---|
| 2%  | \$ 538,190  | \$ (538,190)  |
| 4%  | 1,076,379   | (1,076,379)   |
| 6%  | 1,614,569   | (1,614,569)   |
| 8%  | 2,152,759   | (2,152,759)   |
| 10%   | 2,690,948   | (2,690,948)   |

(c) Liquidity risk:

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they become due. The Company's management is responsible for reviewing liquidity resources to ensure funds are available to meet financial obligations as they become due, as well as ensuring funds exist to support business strategies and operating growth.

There were no changes to the way that the Company manages liquidity risk during the three months ended September 30, 2024. The Company's accounts payable and accrued liabilities are due within less than 1 year as at September 30, 2024 and December 31, 2023. The Company's cash and cash equivalents balance is sufficient to meet the Company's current liabilities.

The following table shows the Company's liabilities and potential due dates related to liquidity risk as at September 30, 2024:

| Liabilities and obligations              | Payments due by period |                     |                     |                   |                     |
|--|------------------------|---------------------|---------------------|-------------------|---------------------|
|  | Total                  | Less than 1 year    | 1 – 3 years         | 4 – 5 years       | Non-cash payable    |
| Accounts payable and accrued liabilities | \$ 1,432,273           | \$ 1,432,273        | \$ -                | \$ -              | \$ -                |
| Sales tax payable                        | 112,110                | 112,110             | -                   | -                 | -                   |
| Deferred revenue                         | 2,915,271              | -                   | -                   | -                 | 2,915,271           |
| Promissory note                          | 1,035,648              | 268,698             | 766,950             | -                 | -                   |
| Deferred tax liabilities                 | 663,156                | -                   | -                   | -                 | 663,156             |
| Office and other lease payments          | 1,405,788              | 58,225              | 711,698             | 635,865           | -                   |
|  | <b>\$ 7,564,246</b>    | <b>\$ 1,871,306</b> | <b>\$ 1,478,648</b> | <b>\$ 635,865</b> | <b>\$ 3,578,427</b> |

The following table shows the Company's liabilities and potential due dates related to liquidity risk as at December 31, 2023:

| Liabilities and obligations              | Payments due by period |                     |                     |                   |                     |
|--|------------------------|---------------------|---------------------|-------------------|---------------------|
|  | Total                  | Less than 1 year    | 1 – 3 years         | 4 – 5 years       | Non-cash payable    |
| Accounts payable and accrued liabilities | \$ 1,287,021           | \$ 1,287,021        | \$ -                | \$ -              | \$ -                |
| Sales tax payable                        | 40,874                 | 40,874              | -                   | -                 | -                   |
| Deferred revenue                         | 1,921,102              | -                   | -                   | -                 | 1,921,102           |
| Promissory note                          | 980,971                | 254,513             | 726,458             | -                 | -                   |
| Deferred tax liabilities                 | 204,690                | -                   | -                   | -                 | 204,690             |
| Office and other lease payments          | 1,580,117              | 231,768             | 712,484             | 635,865           | -                   |
|  | <b>\$ 6,014,775</b>    | <b>\$ 1,814,176</b> | <b>\$ 1,438,942</b> | <b>\$ 635,865</b> | <b>\$ 2,125,792</b> |

The following table shows the Company's source of liquidity by assets as at September 30, 2024:

| Assets                           | Liquidity by period  |                      |             |             |                     |
|----------------------------------|----------------------|----------------------|-------------|-------------|---------------------|
|                                  | Total                | Less than 1 year     | 1 – 3 years | 4 – 5 years | Non-liquid assets   |
| Cash and cash equivalents        | \$ 4,827,676         | \$ 4,827,676         | \$ -        | \$ -        | \$ -                |
| Due from brokers                 | 554,255              | 554,255              | -           | -           | -                   |
| Accounts receivable, net of ECLs | 394,406              | 394,406              | -           | -           | -                   |
| Investments, at fair value       | 36,734,753           | 36,734,753           | -           | -           | -                   |
| Equity investment                | 2,107,967            | 2,107,967            | -           | -           | -                   |
| Sales tax recoverable            | 57,561               | 57,561               | -           | -           | -                   |
| Income tax receivable            | 263,994              | 263,994              | -           | -           | -                   |
| Prepays                          | 349,647              | -                    | -           | -           | 349,647             |
| Property and equipment           | 1,175,154            | -                    | -           | -           | 1,175,154           |
| Intangible assets                | 2,882,807            | -                    | -           | -           | 2,882,807           |
| Goodwill                         | 624,290              | -                    | -           | -           | 624,290             |
|                                  | <b>\$ 49,972,510</b> | <b>\$ 44,940,612</b> | <b>\$ -</b> | <b>\$ -</b> | <b>\$ 5,031,898</b> |

The following table shows the Company's source of liquidity by assets as at December 31, 2023:

| Assets                           | Liquidity by period |                  |             |             |                   |
|----------------------------------|---------------------|------------------|-------------|-------------|-------------------|
|                                  | Total               | Less than 1 year | 1 – 3 years | 4 – 5 years | Non-liquid assets |
| Cash and cash equivalents        | \$ 5,227,657        | \$ 5,227,657     | \$ -        | \$ -        | \$ -              |
| Due from brokers                 | 485,949             | 485,949          | -           | -           | -                 |
| Accounts receivable, net of ECLs | 120,253             | 120,253          | -           | -           | -                 |
| Investments, at fair value       | 35,091,151          | 35,091,151       | -           | -           | -                 |
| Equity investment                | 2,138,352           | 2,138,352        | -           | -           | -                 |
| Sales tax recoverable            | 57,241              | 57,241           | -           | -           | -                 |
| Income tax receivable            | 854,023             | 854,023          | -           | -           | -                 |
| Prepays                          | 272,792             | -                | -           | -           | 272,792           |
| Property and equipment           | 1,252,737           | -                | -           | -           | 1,252,737         |
| Intangible assets                | 3,127,000           | -                | -           | -           | 3,127,000         |
| Goodwill                         | 624,290             | -                | -           | -           | 624,290           |
|                                  | \$ 49,251,445       | \$ 43,974,626    | \$ -        | \$ -        | \$ 5,276,819      |

(d) Currency risk:

Currency risk is the risk of loss from the Canadian dollar depreciating when it fluctuates against other foreign currencies. The Company presently holds funds in Canadian dollars but some of its receivables are denominated in U.S. dollars. The Company does not engage in any hedging activities to mitigate its foreign exchange risk. A change in the foreign exchange rate of the Canadian dollar versus another currency may increase or decrease the value of the Company's financial instruments.

There were no changes to the way that the Company manages currency risk during the three months ended September 30, 2024.

As at September 30, 2024, the Company had \$225,678 (US\$167,182) in net cash and cash equivalents, accounts receivable, due from brokers and accounts payable (September 30, 2023 - \$1,325,955 (US\$980,736)) and had the Canadian dollar strengthened or declined by 5% in relation to the U.S. dollar, with all other variables held constant, net loss and comprehensive loss for the three and nine months ended September 30, 2024 would have decreased or increased, respectively, by approximately \$11,284 (three and nine months ended September 30, 2023 - \$66,298). In practice, the actual results may differ from this sensitivity analysis and the difference could be material.

**Other Risks:**

The Company's financial condition, results of operation and business are subject to certain risks, which may negatively affect them. Certain of these risks are described below in addition to elsewhere in this MD&A.

(a) Cash flows from investing activities:

The Company may generate revenue and cash flow from its financing activities and proceeds from the disposition of its investments, in addition to interest and dividend income earned on investments and other activities. The availability of these sources of income and the amounts

generated from these sources are dependent upon various factors, many of which are outside of the Company's direct control. Its liquidity and operating results may be adversely affected if its access to the capital markets is hindered, whether as a result of a downturn in the market conditions generally or to matters specific to the Company, or if the value of its investments decline, resulting in capital losses upon disposition.

(b) Dependence on management and key personnel:

EarthLabs's future growth and its ability to develop, depend, to a significant extent, on its ability to attract and retain highly qualified staff. EarthLabs relies on a limited number of key employees, consultants and members of senior management, and there is no assurance that the Company will be able to retain such personnel. The loss of one or more key employees, consultants or members of senior management, if such persons are not replaced, could have a material adverse effect on EarthLabs's business, financial condition and prospects. To operate successfully and manage its potential future growth, EarthLabs must attract and retain highly qualified engineering, managerial and financial staff. Competition for its personnel can be intense, and the Company cannot ensure that it will be able to bring in and retain highly skilled technical and management staff in the future. In addition, the Company may be obligated to increase the compensation paid to current or new staff, which could substantially increase operating expenses.

(c) Technological changes:

The Company's consulting services and investing divisions operate in business segments that are entirely dependent on technology and the internet. As such, technological change will impact the ability of the Company to expand and grow its business and will affect the costs and expenses incurred by the Company, including capital requirements. The Company's products and services rely heavily on third-party software. There is a risk that new technologies and standards may render the Company's software applications obsolete. The Company may be required to invest significant capital in new technology and software development to remain competitive.

(d) Investment risks:

Through its investing division, the Company will acquire securities of public and private companies from time to time, which are primarily junior or small-cap companies. Poor investment performance could impair revenues and growth. The market values of the securities can experience significant fluctuations in the short and long term due to factors beyond the Company's control. Market value can be reflective of the actual or anticipated operating results of the companies and/or the general market conditions in a specific sector as a whole, such as fluctuations in commodity prices and global political and economic conditions. The Company's investments will be carried at fair value, and unrealized gains/losses on the securities and realized losses on the securities sold could have a material adverse impact on the Company's operating results. There is no assurance that EarthLabs will be able to achieve or maintain any particular level investment return, which may have a material adverse impact on its ability to attract investors. Furthermore, the junior mining space tends to be more volatile than the general market indices. This volatility combined with negative or poor performance could combine to lead to a reduction in investor interest.

(e) Private issuers and illiquid securities:

The Company invests in securities of private issuers. Investments in private issuers cannot be resold without a prospectus, an available exemption or an appropriate ruling under relevant

securities legislation and there may not be any market for such securities. These limitations may impair the Company's ability to react quickly to market conditions or negotiate the most favourable terms for exiting such investments. Investments in private issuers may offer relatively high potential returns, but will also be subject to a relatively high degree of risk. There can be no assurance that a public market will develop for any of the Company's private company investments or that the Company will otherwise be able to realize a return on such investments. The Company also invests in illiquid securities of public issuers. A considerable period of time may elapse between the time a decision is made to sell such securities and the time the Company is able to do so, and the value of such securities could decline during such period. Illiquid investments are subject to various risks, particularly the risk that the Company will be unable to realize the Company's investment objectives by sale or other disposition at attractive prices or otherwise be unable to complete any exit strategy. In some cases, the Company may be prohibited by contract or by law from selling such securities for a period of time or otherwise be restricted from disposing of such securities. Furthermore, the types of investments made may require a substantial length of time to liquidate.

(f) Concentration of investments:

There are no restrictions on the proportion of the Company's funds and no limit on the amount of funds that may be allocated to any particular investment, industry or sector. The Company may participate in a limited number of investments and, as a consequence, its financial results may be substantially adversely affected by the unfavourable performance of a single investment, or sector. Completion of one or more investments may result in a highly concentrated investment by the Company in a particular company, business, industry or sector. As at September 30, 2024, the Company has no investment (December 31, 2023 - one investment, New Found Gold Corp.) that is over 20% of the total fair value of its investments. See Investments section elsewhere in this MD&A.

(g) Non-controlling interests:

The Company's investments include equity and convertible securities of companies that it does not control. These securities may be acquired by the Company in the secondary market or through purchases of securities from the issuer. Any such investment is subject to the risk that the company in which the investment is made may make business, financial or management decisions with which the Company does not agree or that the majority stakeholders or the management of the company may take risks or otherwise act in a manner that does not serve the Company's interests. If any of the foregoing were to occur, the values of the Company's investments could decrease and its financial condition, results of operations and cash flow could suffer as a result.

(h) Conflicts of interest:

Certain of the directors and officers of the Company will be engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies and, as a result of these and other activities, such directors and officers may become subject to conflicts of interest. The Canadian Business Corporation Act ("CBCA") provides that in the event that a director has a material interest in an agreement or proposed agreement that is material to an issuer, the director shall disclose his interest in such agreement and shall refrain from voting on any matter in respect thereof, subject to and in accordance with the CBCA. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the CBCA.

### **Significant Accounting Policies:**

Refer to Note 2 of the Notes to the consolidated financial statements as at and for year ended December 31, 2023, for details of the Company's basis of preparation of the consolidated financial statements.

Refer to Note 3 of the Notes to the financial statements as at and for the year ended December 31, 2023, for details of the Company's material accounting policy information.

Refer to Note 4 of the Notes to the financial statements as at and for the year ended December 31, 2023, for details of the Company's current and future changes in accounting policies.

Due to the nature of the Company's operations, various legal matters can arise from time to time. The Company believes that none of the litigation in which it is currently involved, or has been involved, in individually or in the aggregate, is material to the Company's consolidated financial condition or results of operations. In the event that management's estimate of the future resolution of these matters changes, the Company will recognize the effects of the changes in its consolidated financial statements for the period in which such changes occur.

### **Critical accounting estimates:**

The preparation of the interim condensed consolidated financial statements in conformity with IFRS 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 the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Critical accounting estimates used in the preparation of the Company's interim condensed consolidated financial statements include the Company's provision for expected credit losses, valuation of privately-held companies, the valuation related to the Company's deferred tax assets ("DTA"), the valuation of stock-based compensation expense, the valuation of unlisted warrants of investees, the valuation of the Company's broker warrants, and the valuation of the Company's intangible assets and goodwill, and commitments and contingencies.

#### Provision for expected credit losses (ECL):

The Company performs impairment testing annually for accounts receivable in accordance with IFRS 9. The ECL model requires considerable judgement, including consideration of how changes in economic factors affect ECLs, which are determined on a probability-weighted basis. IFRS 9 outlines a three-stage approach to recognizing ECLs which is intended to reflect the increase in credit risks of a financial instrument based on i) 12-month expected credit losses or ii) lifetime expected credit losses. The Company measures provision for ECLs at an amount equal to lifetime ECLs.

The Company applies the simplified approach to determine ECLs on trade receivables by using a provision matrix based on historical credit loss experiences. The historical results are used to calculate the run rates of default which are then applied over the expected life of the trade receivables, adjusted for forward looking estimates. Management is required to make the judgment whether a receivable balance is collectible based on their relationship with the client and knowledge of the client's financial position. These judgments will affect the reported amounts of accounts receivable and provision for

expected credit losses. If the economic conditions of the debtors of the Company were to deteriorate, resulting in an impairment of their ability to make payments, additional provisions might be required.

Accounts receivable, net of expected credit losses consist of the following as at September 30, 2024 and December 31, 2023:

|                                | <b>September 30, 2024</b> |                  | December 31, 2023 |                |
|--------------------------------|---------------------------|------------------|-------------------|----------------|
| Accounts receivable            | \$                        | <b>651,978</b>   | \$                | 275,825        |
| Expected credit loss provision |                           | <b>(257,572)</b> |                   | (155,572)      |
|                                | <b>\$</b>                 | <b>394,406</b>   | <b>\$</b>         | <b>120,253</b> |

Valuation of privately-held investments:

The valuation of these investments ("private investments") requires management to assess the current financial status and prospects of private investments based upon potentially incomplete or unaudited financial information provided by the investee company, on management's general knowledge of the private investment's activities, and on any political or economic events that may impact upon the private investment specifically, and to attempt to quantify the impact of such events on the fair value of the investment. In addition to any events or circumstances that may affect the fair value of a particular private investment, management can consider general market conditions that may affect the fair value either of a specific private investment or of a group, segment or complete portfolio of private investments.

As at September 30, 2024, the Company had 18 private investees (December 31, 2023 – 16 private investees), with the following changes in its private investment categorized as level 3 in the financial instrument hierarchy:

|                           | <b>Opening balance<br/>at January 1,</b> |                  | <b>Purchases</b> | <b>Transfer to Level<br/>1 or 2</b> | <b>Net unrealized<br/>gains (losses)</b> | <b>Ending balance</b> |    |                |    |                  |
|---------------------------|--|------------------|------------------|-------------------------------------|--|-----------------------|----|----------------|----|------------------|
| <b>September 30, 2024</b> | \$                                       | <b>9,028,586</b> | \$               | <b>869,712</b>                      | \$                                       | <b>(3,487,000)</b>    | \$ | <b>467,069</b> | \$ | <b>6,878,367</b> |
| December 31, 2023         | \$                                       | 3,162,783        | \$               | 7,116,568                           | \$                                       | (550,000)             | \$ | (700,765)      | \$ | 9,028,586        |

During the nine months ended September 30, 2024, two of the Company's investees (year ended December 31, 2023 – two) was transferred from Level 3 to Level 1 when the investee became a reporting issuer. The net unrealized gains (losses) primarily reflect recent transaction prices.

Deferred tax assets ("DTA") and Deferred tax liabilities ("DTL"):

Deferred tax is provided using the statement of financial position method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

DTL are recognized for all taxable temporary differences and DTA are recognized for all temporary deductible differences, carry forward of unused tax credits and unused tax losses. The Company does not record DTA to the extent that it considers it is not more likely than not that temporary deductible differences, the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred tax assets and liabilities have been offset where they relate to income taxes levied by the same taxation authority and the Company has the legal right and intent to offset. As at September 30, 2024, the Company recorded a DTL of \$663,156 (December 31, 2023 - \$204,690) relating to taxable

temporary differences associated with the unrealized gains on investments and other temporary differences.

The following table summarizes the movement in the net deferred tax liabilities for the nine months ended September 30, 2024 and year ended December 31, 2023:

|  | <b>September 30, 2024</b> | December 31, 2023 |
|--|---------------------------|-------------------|
| Balance at the beginning of the period                                   | \$ (204,690)              | \$ (1,572,001)    |
| Recognized in the consolidated statements of loss and comprehensive loss | <b>(458,466)</b>          | 1,367,311         |
| Balance at the end of the period   | <b>\$ (663,156)</b>       | \$ (204,690)      |

#### Stock-based Compensation Expense:

The Company uses the Black-Scholes option pricing model to calculate stock-based compensation expense and the fair value of the warrants and broker warrants issued under the Company's private placements. The model requires nine key inputs: exercise price, the market price at the date of issue, risk-free interest rate, expected dividend yield, expected life and expected volatility. The first two inputs are facts rather than estimates, while the risk-free interest rate, expected life, expected volatility and expected dividend yield (estimated at 0% based on the Company's history of not paying any dividends) are based on the Company's estimates. A shorter expected life of the option, lower volatility number or higher dividend yield used would result in a decrease in stock-based compensation expense. A longer expected life of the option or a higher volatility number used would result in an increase in stock-based compensation expense. The Company is also required to estimate the future forfeiture rate of options based on historical information in its calculation of stock-based compensation expense. These estimates involve considerable judgment and are, or could be, affected by significant factors that are out of the Company's control.

On September 8, 2023, the Company granted 13,400,000 stock options to directors, officers, employees and consultants of the Company, exercisable at \$0.20 per share expiring on September 8, 2028.

On December 15, 2023, the Company granted 889,600 stock options to employees of the Company, exercisable at \$0.20 per share expiring on December 15, 2028.

The fair value of the options granted on September 8, 2023 and December 15, 2023 was estimated at the date of grant using the Black-Scholes option valuation model with the following assumptions:

|  |                    |
|--|--------------------|
| Black-Scholes option valuation model assumptions used (weighted average) |                    |
| Expected volatility  | <b>94.8%-96.5%</b> |
| Expected dividend yield  | <b>0%</b>          |
| Risk-free interest rate  | <b>3.24%-3.96%</b> |
| Expected option life in years  | <b>5 years</b>     |
| Expected forfeiture rate   | <b>0%</b>          |
| Fair value per stock option granted on September 8, 2023                 | <b>\$ 0.149</b>    |
| Fair value per stock option granted on December 15, 2023                 | <b>\$ 0.147</b>    |

The expected volatility is based on the historical volatility of comparable companies over the life of the options. The Company has not paid any cash dividends historically and has no plans to pay cash dividends in the foreseeable future. The risk-free interest rate is based on the yield of Canadian Benchmark Bonds with equivalent terms. The expected option life in years represents the period of time that options granted are expected to be outstanding based on the vesting dates.

For the three months ended September 30, 2024, included in the interim condensed consolidated statements of loss and comprehensive loss is stock-based compensation expense of \$57,868 (three months ended September 30, 2023 - \$1,728,285) relating to the stock options granted to directors, officers, employees and consultants of the Company.

For the nine months ended September 30, 2024, included in the interim condensed consolidated statements of loss and comprehensive loss is stock-based compensation expense of \$233,014 (nine months ended September 30, 2023 - \$1,948,515) relating to the stock options granted to directors, officers, employees and consultants of the Company.

Valuation of unlisted warrants of investees:

The Company uses the Black-Scholes option pricing model to calculate the fair value of unlisted warrants of public companies if there are sufficient and reliable observable market inputs; if no such market inputs are available, the warrants are valued at intrinsic value. The model requires nine key inputs: i) risk free interest rate; ii) exercise price; iii) market price at date of issue; iv) expected dividend yield; v) expected life; and vi) expected volatility. The first four inputs are facts rather than estimates, while the expected life, expected volatility and expected dividend yield (estimated at 0% based on the Company's history of not paying any dividends) are based on the Company's estimates. A shorter expected life of the warrant, lower volatility number or higher dividend yield used would result in a decrease in the fair value of the warrant. A longer expected life of the warrant or a higher volatility number used would result in an increase in the fair value of the warrant. These estimates involve considerable judgment and are, or could be, affected by significant factors that are out of the Company's control. As at September 30, 2024, the fair value of unlisted warrants were \$4,422,307 (December 31, 2023 – \$5,117,430).

Valuation of the Company's intangible assets and Goodwill:

On December 1, 2023, the Company acquired TNMG and the Company has allocated the purchase price as follows:

|   |                     |
|---|---------------------|
| <b>Consideration</b>                                    |                     |
| Cash consideration                                      | \$ 2,500,000        |
| Fair value of net promissory note                       | 975,076             |
| <b>Total consideration</b>                              | <b>\$ 3,475,076</b> |
| <b>Net assets acquired</b>                              |                     |
| Prepaid expenses  | \$ 49,845           |
| Property and equipment                                  | 11,063              |
| Accrued liabilities                                     | (164,913)           |
| Deferred revenue  | (195,209)           |
| Intangible assets                                       | 3,150,000           |
| <b>Net assets at fair value, as at December 1, 2023</b> | <b>\$ 2,850,786</b> |
| <b>Goodwill</b>   | <b>\$ 624,290</b>   |

The intangible assets acquired comprises of the trade name/brand of \$1,330,000, developed technology with a fair value of \$60,000 and customer relationships with a fair value of \$1,760,000. The fair values were determined using a discounted cash flow analysis with the following assumptions:

| Assumptions                  | Trade name/ brand | Intangible assets    |                        |
|------------------------------|-------------------|----------------------|------------------------|
|                              |                   | Developed technology | Customer relationships |
| Discount rate                | 12.0%             | 11.5%                | 11.5%-12.0%            |
| % revenue associated         | 17.5%-61.0%       | 100.0%               | 65.0%                  |
| Pre-tax royalty rate         | 3.0%-5.0%         | 1.0%                 | n/a                    |
| Life of the intangible asset | Indefinite        | 5 years              | 1.25-15 years          |
| Customer attrition rate      | n/a               | n/a                  | 20.0%                  |
| Income tax rate              | 26.5%             | 26.5%                | 26.5%                  |

A continuity of intangible assets are as follows for the nine months ended September 30, 2024 and year ended December 31, 2023:

| Cost  | Technology       | Trade name/Brand   | Customer relationships | Total               |
|---|------------------|--------------------|------------------------|---------------------|
| Balance – December 31, 2022                               | \$ 7,348,000     | \$ 1,969,000       | \$ 180,000             | \$ 9,497,000        |
| Acquisition of the Northern Miner Group                   | 60,000           | 1,330,000          | 1,760,000              | 3,150,000           |
| Additions - internal generated                            | 360,571          | -                  | -                      | 360,571             |
| Impairment loss   | (7,708,571)      | (1,969,000)        | (180,000)              | (9,857,571)         |
| <b>Balance – December 31, 2023 and September 30, 2024</b> | <b>\$ 60,000</b> | <b>\$1,330,000</b> | <b>\$1,760,000</b>     | <b>\$ 3,150,000</b> |

| Accumulated amortization            | Technology       | Trade name/Brand | Customer relationships | Total             |
|-------------------------------------|------------------|------------------|------------------------|-------------------|
| Balance – December 31, 2022         | \$ 1,187,635     | \$ 158,861       | \$ 45,000              | \$ 1,391,496      |
| Amortization                        | 980,659          | 131,267          | 58,000                 | 1,169,926         |
| Impairment loss                     | (2,167,294)      | (290,128)        | (81,000)               | (2,538,422)       |
| Balance – December 31, 2023         | \$ 1,000         | \$ -             | \$ 22,000              | \$ 23,000         |
| Amortization                        | <b>9,000</b>     | <b>-</b>         | <b>235,193</b>         | <b>244,193</b>    |
| <b>Balance – September 30, 2024</b> | <b>\$ 10,000</b> | <b>\$ -</b>      | <b>\$ 257,193</b>      | <b>\$ 267,193</b> |

| Carrying Value                      | Technology       | Trade name/Brand   | Customer relationships | Total               |
|-------------------------------------|------------------|--------------------|------------------------|---------------------|
| Balance – December 31, 2023         | \$ 59,000        | \$ 1,330,000       | \$ 1,738,000           | \$ 3,127,000        |
| <b>Balance – September 30, 2024</b> | <b>\$ 50,000</b> | <b>\$1,330,000</b> | <b>\$1,502,807</b>     | <b>\$ 2,882,807</b> |

For the nine months ended September 30, 2024, amortization expense related to intangible assets amounted to \$244,193 (year ended December 31, 2023, - \$1,169,926), which are included in operating, general and administrative expenses in the consolidated statement of loss and comprehensive loss.

During the year ended December 31, 2023, management identified certain impairment indicators in relation to various intangible assets largely related to adverse changes in market demands for advertising products. For the year ended December 31, 2023, impairment loss related to intangible assets amounted to \$7,319,149, which are included in the consolidated statement of loss and comprehensive loss.

A continuity of the Company's goodwill is as follows for the nine months ended September 30, 2024 and year ended December 31, 2023:

|   | <b>DigiGeoData</b> | <b>The Northern Miner Group</b> | <b>Total</b>      |
|---|--------------------|---------------------------------|-------------------|
| Balance – December 31, 2022                               | \$ 2,210,980       | \$ -                            | \$ 2,210,980      |
| Additions   | -                  | 624,290                         | 624,290           |
| Impairment loss   | (2,210,980)        | -                               | (2,210,980)       |
| <b>Balance – December 31, 2023 and September 30, 2024</b> | <b>\$ -</b>        | <b>\$ 624,290</b>               | <b>\$ 624,290</b> |

As at December 31, 2023, the Company determined the carrying value of the DigiGeoData CGU exceeded its recoverable amount and as a result, recognized an impairment loss of \$2,210,980.

Commitments and contingencies:

In addition to the Company's liabilities and obligations, the Company is party to legal proceedings and other claims in the ordinary course of its operations. Litigation and other claims are subject to many uncertainties and the outcome of individual matters is not predictable. Where management can estimate that there is a loss probable, a provision has been recorded in its consolidated financial statements, where proceedings are at a premature stage or the ultimate outcome is not determinable, then no provision is recorded. It is possible that the final resolution of these matters may require the Company to make expenditures over an extended period of time and in a range of amounts that cannot be reasonably estimated and may differ significantly from any amounts recorded in these consolidated financial statements. Should the Company be unsuccessful in its defense or settlement of one or more of these legal actions, there could be a materially adverse effect on the Company's consolidated financial position, future expectations, and cash flows.

**Outstanding Share Data:**

As at the date of this MD&A, the number of common shares of the Company outstanding and the number of common shares issuable pursuant to other outstanding securities of EarthLabs are as follows:

|  | <b>Number of securities outstanding</b> | <b>Number of securities exercisable</b> |
|--|---|---|
| <b>Common shares</b>                   |   |   |
| Outstanding                            | <b>137,799,095</b>                      | <b>137,799,095</b>                      |
| Issuable under the exercise of options | <b>19,582,799</b>                       | <b>17,643,191</b>                       |
| <b>Total diluted common shares</b>     | <b>157,381,894</b>                      | <b>155,442,286</b>                      |

Refer to Note 16 of the Notes to the interim condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024, for details of the Company's share capital as at September 30, 2024.

**Additional Information:**

Additional information relating to EarthLabs may be found on the Company's website at [www.earthlabs.com](http://www.earthlabs.com) and the Company's profile on Sedar at [www.sedarplus.ca](http://www.sedarplus.ca).