



**Omni-Lite Industries Canada Inc.  
Unaudited Condensed Consolidated Financial Statements  
For the interim three and nine months ended September 30,  
2025, and 2024  
(in United States Dollars)**

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**Omni-Lite Industries Canada Inc.**  
**Condensed Consolidated Financial Statements**  
**For the interim three and nine months ended September 30, 2025, and 2024**  
**United States Dollars**  
**Unaudited**

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**UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

In accordance with National Instrument 51-102 released by the Canada Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited condensed consolidated financial statements for the three and nine months ended September 30, 2025, and 2024.

**NOTICE TO THE READER OF THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

The unaudited condensed consolidated financial statements of Omni-Lite Industries Canada Inc. including the consolidated statements of financial position as at September 30, 2025 and 2024 and the consolidated statements of income (loss) and comprehensive income (loss), changes in shareholders' equity, and cash flows for the three and nine months ended September 30, 2025 and 2024 are the responsibility of the Company's management.

These unaudited condensed consolidated financial statements have not been reviewed on behalf of the shareholders by the independent external auditors of the Company, MNP LLP.

The unaudited condensed consolidated financial statements have been prepared by management and include the selection of appropriate accounting principles, judgments and estimates necessary to prepare these unaudited condensed consolidated financial statements in accordance with IAS 34, Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB").

**"David Robbins" signed**

David Robbins  
Director and Chief Executive Officer  
Cerritos, California, USA  
November 7, 2025

**"Roger Dent" signed**

Roger Dent  
Director  
Cerritos, California, USA  
November 7, 2025

**Omni-Lite Industries Canada Inc.**  
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**Consolidated Statements of Financial Position**

|                                                   | Note | September 30, 2025   | December 31, 2024    |
|---------------------------------------------------|------|----------------------|----------------------|
| <b>Assets</b>                                     |      |                      |                      |
| <b>Current</b>                                    |      |                      |                      |
| Cash                                              |      | \$ 2,957,341         | \$ 2,991,536         |
| Accounts Receivable                               |      | 2,847,966            | 2,474,166            |
| Inventory                                         | 3    | 4,576,710            | 4,279,610            |
| Prepaid Expenses                                  |      | 204,968              | 213,859              |
| <b>Total Current Assets</b>                       |      | <b>\$ 10,586,985</b> | <b>\$ 9,959,171</b>  |
| <b>Long-Term</b>                                  |      |                      |                      |
| Investment                                        | 4    | 1,880,580            | 3,978,749            |
| Property, Plant and Equipment, net                | 5    | 8,220,025            | 8,880,306            |
| Intangible Assets                                 | 6    | 715,104              | 503,181              |
| Deferred Tax Assets                               |      | -                    | 27,267               |
| Deposits                                          |      | 55,015               | 54,232               |
| <b>Total Assets</b>                               |      | <b>\$ 21,437,709</b> | <b>\$ 23,402,906</b> |
| <b>Liabilities</b>                                |      |                      |                      |
| <b>Current</b>                                    |      |                      |                      |
| Accounts Payable and Accrued Liabilities          |      | \$ 1,115,915         | \$ 999,231           |
| Lease Liability                                   | 8    | 437,562              | 395,264              |
| Income Tax Payable                                |      | 442,770              | -                    |
| Deferred Revenue                                  |      | 24,144               | 221,425              |
| <b>Total Current Liabilities</b>                  |      | <b>\$ 2,000,391</b>  | <b>1,615,920</b>     |
| <b>Long-Term</b>                                  |      |                      |                      |
| Lease Liability                                   | 8    | 4,832,341            | 5,130,950            |
| <b>Total Liabilities</b>                          |      | <b>\$ 6,842,732</b>  | <b>\$ 6,746,880</b>  |
| <b>Shareholders' Equity</b>                       |      |                      |                      |
| Share Capital                                     | 9    | 11,293,198           | 11,292,198           |
| Contributed Surplus                               | 10   | 2,291,896            | 2,291,896            |
| Retained Earnings                                 |      | (166,106)            | (105,669)            |
| Accumulated Other Comprehensive Income (Loss)     |      | 1,175,989            | 3,176,601            |
| <b>Total Shareholders' Equity</b>                 |      | <b>\$ 14,594,977</b> | <b>\$ 16,656,026</b> |
| <b>Total Liabilities and Shareholders' Equity</b> |      | <b>\$ 21,437,709</b> | <b>\$ 23,402,906</b> |

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

**Omni-Lite Industries Canada Inc.**  
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**Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)**

| For the three and nine months ended Sept 30 | Note      | For the nine<br>month period<br>ended<br>Sept 30, 2025 | For the nine<br>month period<br>ended<br>Sept 30, 2024 | For the three<br>month period<br>ended<br>Sept 30, 2025 | For the three<br>month period<br>ended<br>Sept 30, 2024 |
|---------------------------------------------|-----------|--------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| <b>Revenue</b>                              |           | \$ 10,807,102                                          | \$ 12,385,125                                          | \$ 4,041,121                                            | \$ 3,778,058                                            |
| <b>Cost of goods sold</b>                   | <b>3</b>  | 8,759,433                                              | 9,760,394                                              | 3,327,465                                               | 3,268,441                                               |
| <b>Gross margin</b>                         |           | <b>\$ 2,047,670</b>                                    | <b>\$ 2,624,731</b>                                    | <b>\$ 713,655</b>                                       | <b>\$ 509,617</b>                                       |
| <b>Overhead expenses</b>                    |           |                                                        |                                                        |                                                         |                                                         |
| Selling, general and administrative         |           | 1,176,473                                              | 974,145                                                | 387,803                                                 | 326,410                                                 |
| Share-based compensation                    | <b>9</b>  | -                                                      | 40,000                                                 | -                                                       | 40,000                                                  |
| Amortization of intangible assets           | <b>6</b>  | 36,480                                                 | 37,484                                                 | 12,341                                                  | 12,461                                                  |
| Total overhead expenses                     |           | 1,212,953                                              | 1,051,629                                              | 400,144                                                 | 378,871                                                 |
| Research and product design                 |           | 293,826                                                | 232,968                                                | 85,033                                                  | 64,282                                                  |
| <b>Income from operations</b>               |           | <b>\$ 540,890</b>                                      | <b>\$ 1,340,134</b>                                    | <b>\$ 228,479</b>                                       | <b>\$ 66,464</b>                                        |
| <b>Other income (expense)</b>               |           |                                                        |                                                        |                                                         |                                                         |
| Interest income                             |           | 18                                                     | 41,356                                                 | -                                                       | 14,196                                                  |
| Interest expense                            | <b>8</b>  | (358,766)                                              | (411,284)                                              | (120,965)                                               | (136,995)                                               |
| Other income                                |           | 25,201                                                 | 99,464                                                 | 179                                                     | 49,464                                                  |
| <b>Income/(loss) before income taxes</b>    |           | <b>\$ 207,344</b>                                      | <b>\$ 1,069,671</b>                                    | <b>\$ 107,692</b>                                       | <b>\$ (6,871)</b>                                       |
| <b>Income tax expense (recovery)</b>        |           |                                                        |                                                        |                                                         |                                                         |
| Current                                     |           | 63,758                                                 | 429,030                                                | 59,084                                                  | 78,537                                                  |
| Deferred                                    |           | 204,022                                                | 46,876                                                 | 51,267                                                  | 22,055                                                  |
|                                             |           | 267,780                                                | 475,906                                                | 110,351                                                 | 100,592                                                 |
| <b>Net (loss)/income</b>                    |           | <b>\$ (60,437)</b>                                     | <b>\$ 593,765</b>                                      | <b>\$ (2,659)</b>                                       | <b>\$ (107,463)</b>                                     |
| <b>Other comprehensive income/(loss)</b>    |           |                                                        |                                                        |                                                         |                                                         |
| Translation of foreign subsidiary           |           | 97,558                                                 | (19,565)                                               | 252,678                                                 | 102,059                                                 |
| (Loss) Gain on investment                   | <b>4</b>  | (2,098,169)                                            | 7,001,324                                              | (1,134,487)                                             | 5,892,350                                               |
| <b>Comprehensive (loss)/income</b>          |           | <b>\$ (2,061,049)</b>                                  | <b>\$ 7,575,523</b>                                    | <b>\$ (884,468)</b>                                     | <b>\$ 5,886,946</b>                                     |
| <b>Loss per share</b>                       |           |                                                        |                                                        |                                                         |                                                         |
| - basic                                     | <b>11</b> | (0.00)                                                 | 0.04                                                   | (0.00)                                                  | (0.01)                                                  |
| - diluted                                   | <b>11</b> | (0.00)                                                 | 0.03                                                   | (0.00)                                                  | (0.01)                                                  |
| <b>Weighted average shares outstanding</b>  |           |                                                        |                                                        |                                                         |                                                         |
| - basic                                     | <b>11</b> | 15,477,564                                             | 15,412,564                                             | 15,477,564                                              | 15,412,564                                              |
| - diluted                                   | <b>11</b> | 16,117,564                                             | 17,827,564                                             | 16,117,564                                              | 17,827,564                                              |

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

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**Consolidated Statements of Changes in Shareholders' Equity**

|                                      | Note | Share<br>Capital | Contributed<br>Surplus | Retained<br>Earnings | Accumulated<br>Other<br>Comprehensive<br>Income/(Loss) | Shareholders'<br>Equity |
|--------------------------------------|------|------------------|------------------------|----------------------|--------------------------------------------------------|-------------------------|
| <b>Balance at December 31, 2024</b>  |      | \$ 11,293,198    | \$ 2,291,896           | \$ (105,669)         | \$ 3,176,301                                           | \$ 16,656,026           |
| Net loss                             |      | -                | -                      | (60,437)             | -                                                      | (60,437)                |
| Loss on investment                   | 4    | -                | -                      | -                    | (2,098,169)                                            | (2,098,169)             |
| Cumulative translation adjustment    |      | -                | -                      | -                    | 97,557                                                 | 97,557                  |
| <b>Balance at September 30, 2025</b> |      | \$ 11,293,198    | \$ 2,291,896           | \$ -166,106          | \$ 1,175,989                                           | \$ 14,594,977           |

|                                      | Note | Share<br>Capital | Contributed<br>Surplus | Retained<br>Earnings | Accumulated<br>Other<br>Comprehensive<br>Income/(Loss) | Shareholders'<br>Equity |
|--------------------------------------|------|------------------|------------------------|----------------------|--------------------------------------------------------|-------------------------|
| <b>Balance at December 31, 2023</b>  |      | \$ 11,252,443    | \$ 2,251,896           | \$ (720,195)         | \$ 722,632                                             | \$ 13,506,776           |
| Share-based compensation             | 9    | -                | 40,000                 | -                    | -                                                      | 40,000                  |
| Net loss                             |      | -                | -                      | (593,765)            | -                                                      | 593,765                 |
| Gain on investment                   | 4    | -                | -                      | -                    | 7,001,324                                              | 7,001,324               |
| Cumulative translation adjustment    |      | -                | -                      | -                    | (19,565)                                               | (19,565)                |
| <b>Balance at September 30, 2024</b> |      | \$ 11,252,443    | \$ 2,291,896           | \$ (126,430)         | \$ 7,704,391                                           | \$ 21,122,300           |

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

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**Consolidated Statements of Cash Flows**

| For the three and nine months ended Sept 30                  | Note | For the nine<br>month period<br>ended<br>Sept 30, 2025 | For the nine<br>month period<br>ended<br>Sept 30, 2024 | For the three<br>month period<br>ended<br>Sept 30, 2025 | For the three<br>month period<br>ended<br>Sept 30, 2024 |
|--------------------------------------------------------------|------|--------------------------------------------------------|--------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| <b>Cash flows from operating activities</b>                  |      |                                                        |                                                        |                                                         |                                                         |
| Net loss for the period                                      |      | \$ (60,437)                                            | \$ 593,765                                             | \$ (2,659)                                              | \$ (107,463)                                            |
| Adjustments for:                                             |      |                                                        |                                                        |                                                         |                                                         |
| Depreciation                                                 | 5    | 832,966                                                | 851,886                                                | 278,393                                                 | 283,583                                                 |
| Inventory reserve                                            |      |                                                        | 19,796                                                 |                                                         | -                                                       |
| Allowance for bad debt (reversal)                            |      |                                                        |                                                        |                                                         |                                                         |
| Amortization of intangible assets                            | 6    | 36,480                                                 | 37,484                                                 | 12,341                                                  | 12,461                                                  |
| Deferred tax (recovery) expense                              |      | 94,512                                                 | 260,999                                                | 3,457                                                   | 41,837                                                  |
| Share-based compensation                                     | 9    | -                                                      | 40,000                                                 | -                                                       | 40,000                                                  |
| Lease interest expense                                       | 8    | 358,766                                                | 411,284                                                | 120,965                                                 | 136,995                                                 |
|                                                              |      | <b>\$ 1,262,286</b>                                    | <b>\$ 2,215,214</b>                                    | <b>\$ 412,497</b>                                       | <b>\$ 407,413</b>                                       |
| Net change in non-cash working capital items                 |      |                                                        |                                                        |                                                         |                                                         |
| Accounts receivable                                          |      | (373,799)                                              | (261,171)                                              | (519,484)                                               | 258,568                                                 |
| Inventory                                                    |      | (297,100)                                              | 182,172                                                | 119,667                                                 | 121,906                                                 |
| Prepaid expenses                                             |      | 8,890                                                  | (46,100)                                               | (3,412)                                                 | (93,583)                                                |
| Accounts payable and accrued liabilities                     |      | 41,845                                                 | (324,366)                                              | 108,615                                                 | (37,659)                                                |
| Deferred Revenue                                             |      | 24,143                                                 | (84,458)                                               | 24,143                                                  | (17,013)                                                |
| Deposits                                                     |      | 12,240                                                 | 1,332                                                  | 5,728                                                   | (379)                                                   |
| <b>(Decrease)/Increase in cash from operating activities</b> |      | <b>\$ 678,505</b>                                      | <b>\$ 1,682,623</b>                                    | <b>\$ 147,754</b>                                       | <b>\$ 639,253</b>                                       |
| <b>Cash flows from financing activities</b>                  |      |                                                        |                                                        |                                                         |                                                         |
| Repayment of lease liability                                 | 8    | (582,120)                                              | (646,182)                                              | (194,095)                                               | (215,190)                                               |
| Sales of investments                                         |      |                                                        | 44,417                                                 |                                                         | 44,417                                                  |
| Related parties payments                                     |      |                                                        | 458,335                                                |                                                         | 338,335                                                 |
| <b>Increase/(Decrease) in cash from financing activities</b> |      | <b>\$ (582,120)</b>                                    | <b>\$ (143,430)</b>                                    | <b>\$ (194,095)</b>                                     | <b>\$ 167,562</b>                                       |
| <b>Cash flow from investing activities</b>                   |      |                                                        |                                                        |                                                         |                                                         |
| Acquisition, net of cash acquired                            |      | (259,895)                                              |                                                        | (4,895)                                                 |                                                         |
| Purchase of property, plant and equipment                    | 5    | (51,925)                                               | (86,362)                                               | (32,089)                                                | (3,617)                                                 |
| <b>Decrease in cash from investing activities</b>            |      | <b>\$ (311,820)</b>                                    | <b>\$ (86,362)</b>                                     | <b>\$ (36,984)</b>                                      | <b>\$ (3,617)</b>                                       |
| <b>Currency translation</b>                                  |      | <b>181,240</b>                                         | <b>(1,630)</b>                                         | <b>110,459</b>                                          | <b>30,720</b>                                           |
| <b>Increase/(Decrease) in cash</b>                           |      | <b>\$ (34,195)</b>                                     | <b>\$ 1,451,200</b>                                    | <b>\$ 27,134</b>                                        | <b>\$ 833,918</b>                                       |
| <b>Cash, beginning of period</b>                             |      | <b>\$ 2,991,536</b>                                    | <b>\$ 1,108,029</b>                                    | <b>\$ 2,930,207</b>                                     | <b>\$ 1,725,311</b>                                     |
| <b>Cash, end of period</b>                                   |      | <b>\$ 2,957,341</b>                                    | <b>\$ 2,559,229</b>                                    | <b>\$ 2,957,341</b>                                     | <b>\$ 2,559,229</b>                                     |

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

## **Notes to Condensed Consolidated Financial Statements**

### **1. Nature of Operations**

Omni-Lite Industries Canada Inc. ("Omni-Lite" or the "Company") was incorporated under the Laws of the Business Corporations Act of Alberta in 1992. The consolidated financial statements of the Company for the three and nine months ended September 30, 2025, include the accounts of the Company and its wholly owned subsidiaries. The consolidated financial statements were authorized for issue by the Board of Directors on November 07, 2025, its head office, research and development, and production operations are located at 17210 Edwards Road, Cerritos, California, U.S.A, 90703. A corporate, registered office is located at 18 Kings Street East, Suite 902, Toronto, ON M5C2C4. The Company's core mission is the adaptation of material science for mission critical applications. These products include components for the aerospace, military, specialty automotive and sports and recreational industries. Since the most significant portion of the Company's operations is located in the United States ("U.S.") and its functional currency is U.S. dollars, these consolidated financial statements are presented in U.S. dollars. The Company is listed for trading on the TSX Venture Exchange under the symbol OML and the OTCQX under the symbol OLNCF.

### **2. Significant Accounting Policies**

These condensed consolidated financial statements have been prepared by management in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and the International Financial Reporting Interpretations Committee ("IFRIC") in effect at September 30, 2025.

These condensed consolidated financial statements are unaudited and have been prepared in accordance with IAS 34, Interim Financial Reporting.

The significant accounting policies of the Company are the same as those applied in the Company's annual audited consolidated financial statements for the years ended December 31, 2024, and 2023. These policies have been consistently applied to each of the periods presented.

#### **a) Estimates and Judgements**

The preparation of consolidated financial statements requires management to make estimates and judgments that affect the amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates. The consolidated financial statements have, in the management's opinion, been properly prepared using careful judgment within reasonable limits of materiality and within the framework of the significant accounting policies.

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### 3. Inventory

The major components of inventory are classified as follows:

The cost of inventories recognized as expense and included in cost of goods sold for the three months ended September 30, 2025, was \$3,327,465 (2024 - \$3,268,441). The cost of inventories recognized as expense and included in cost of goods sold for the nine months ended September 30, 2024, was \$9,760,394 (2023 - \$7,452,950).

|                  | <b>September 30,<br/>2025</b> | September 30,<br>2024 |
|------------------|-------------------------------|-----------------------|
| Raw Materials    | 1,077,901                     | 816,400               |
| Tooling          | 768,656                       | 730,315               |
| Work in Progress | 1,341,263                     | 1,387,466             |
| Finished Goods   | 1,388,890                     | 1,563,915             |
| <b>Total</b>     | <b>\$ 4,576,710</b>           | <b>\$ 4,498,096</b>   |

### 4. Investment

At September 30, 2025, the long-term investment consists of an equity investment of 7,073,970 common shares of California Nanotechnologies Corp. ("CalNano"), a public company related through a common director. The Company's investment is recorded at fair value as supported by the market price listed on the TSX Venture Exchange.

|                                         | <b>Carrying Amount</b> |
|-----------------------------------------|------------------------|
| Investment at December 31, 2023         | \$ 1,341,109           |
| Sale of Stock                           | (112,936)              |
| Realized gain on sale of stock          | 88,236                 |
| Gain from market price valuation        | 853,404                |
| Investment at December 31, 2024         | \$ 3,978,749           |
| (Loss) from market price valuation      | (2,098,169)            |
| <b>Investment at September 30, 2025</b> | <b>\$ 1,880,580</b>    |

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**5. Property, Plant and Equipment**

|                              | Building        | Production Equipment | Other Equipment  | Non-Consumable Tooling | Right-of-Use Assets | Totals              |
|------------------------------|-----------------|----------------------|------------------|------------------------|---------------------|---------------------|
| <b>At December 31, 2023</b>  | <b>\$ 4,353</b> | <b>\$18,641,534</b>  | <b>\$309,419</b> | <b>\$7,886,989</b>     | <b>\$4,522,813</b>  | <b>31,395,108</b>   |
| Additions                    | -               | 111,871              | 270              | -                      | -                   | 112,141             |
| Currency translation         | -               | (201,987)            | (8,395)          | -                      | (192,693)           | (403,075)           |
| <b>At December 31, 2024</b>  | <b>\$ 4,353</b> | <b>\$18,551,418</b>  | <b>\$301,294</b> | <b>\$7,886,989</b>     | <b>\$4,330,120</b>  | <b>\$31,074,174</b> |
| Additions                    | -               | 51,925               | -                | -                      | -                   | 51,925              |
| Adjustment                   | (4,353)         | -                    | -                | -                      | -                   | (4,353)             |
| Currency translation         | -               | 70,609               | 16,168           | -                      | 75,318              | 162,095             |
| <b>At September 30, 2025</b> | <b>\$ -</b>     | <b>\$18,673,952</b>  | <b>\$317,462</b> | <b>\$7,886,989</b>     | <b>\$4,405,438</b>  | <b>\$31,283,841</b> |

**Accumulated depreciation**

|                              |                |                     |                  |                    |                    |                     |
|------------------------------|----------------|---------------------|------------------|--------------------|--------------------|---------------------|
| At December 31, 2023         | \$4,353        | \$11,919,420        | \$227,697        | 7,886,989          | \$1,144,405        | \$21,182,864        |
| Depreciation                 | -              | 623,892             | 6,500            | -                  | 501,468            | 1,131,860           |
| Currency translation         | -              | (52,646)            | (1,829)          | -                  | (66,381)           | (120,856)           |
| <b>At December 31, 2024</b>  | <b>\$4,353</b> | <b>\$12,490,666</b> | <b>\$232,368</b> | <b>\$7,886,989</b> | <b>\$1,579,492</b> | <b>\$22,193,868</b> |
| Depreciation                 | -              | 465,339             | 3,679            | -                  | 363,948            | 832,966             |
| Adjustment                   | (4,353)        | -                   | -                | -                  | -                  | (4,353)             |
| Currency translation         | -              | 26,675              | 3,399            | -                  | 31,261             | 61,335              |
| <b>At September 30, 2025</b> | <b>\$ -</b>    | <b>\$12,982,680</b> | <b>\$239,446</b> | <b>7,886,989</b>   | <b>\$1,974,701</b> | <b>\$23,083,815</b> |
| At December 31, 2024         | \$ -           | \$6,060,752         | \$68,926         | \$ -               | \$2,750,628        | \$8,880,306         |
| <b>At September 30, 2025</b> | <b>\$ -</b>    | <b>\$5,691,272</b>  | <b>\$78,016</b>  | <b>\$ -</b>        | <b>\$2,430,736</b> | <b>\$8,200,025</b>  |

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**Unaudited**

## 6. Intangible Assets

|                                 | Customer Relationships | Goodwill         | Trademark        | Non-Compete Agreements | Patents        | Totals             |
|---------------------------------|------------------------|------------------|------------------|------------------------|----------------|--------------------|
| <b>Cost</b>                     |                        |                  |                  |                        |                |                    |
| <b>December 31, 2024</b>        | <b>\$476,090</b>       | <b>\$407,170</b> | <b>\$100,000</b> | <b>\$20,000</b>        | <b>\$6,285</b> | <b>\$1,009,545</b> |
| Foreign currency translation    | 8,200                  | -                | -                | -                      | -              | 8,200              |
| Adjustment                      | (240,000)              | -                | (100,000)        | (20,000)               | -              | (360,000)          |
| EComp Acquisition               | 130,000                | 129,895          | -                | -                      | -              | 259,895            |
| <b>September 30, 2025</b>       | <b>\$374,290</b>       | <b>\$537,065</b> | <b>\$ -</b>      | <b>\$ -</b>            | <b>\$6,285</b> | <b>\$917,640</b>   |
| <b>Accumulated amortization</b> |                        |                  |                  |                        |                |                    |
| <b>December 31, 2024</b>        | <b>\$386,364</b>       | <b>\$ -</b>      | <b>\$100,000</b> | <b>\$20,000</b>        | <b>\$ -</b>    | <b>\$506,364</b>   |
| Amortization                    | 46,776                 | -                | -                | -                      | -              | 46,776             |
| Adjustment                      | (240,000)              | -                | (100,000)        | (20,000)               | -              | (360,000)          |
| Foreign currency translation    | 9,396                  | -                | -                | -                      | -              | 9,396              |
| <b>September 30, 2025</b>       | <b>\$202,536</b>       | <b>\$ -</b>      | <b>\$ -</b>      | <b>\$ -</b>            | <b>\$ -</b>    | <b>\$202,536</b>   |
| <b>Net book value</b>           |                        |                  |                  |                        |                |                    |
| December 31, 2024               | \$89,726               | \$407,170        | \$ -             | \$ -                   | \$6,285        | \$503,181          |
| <b>September 30, 2025</b>       | <b>\$171,754</b>       | <b>\$537,065</b> | <b>\$ -</b>      | <b>\$ -</b>            | <b>\$6,285</b> | <b>\$715,104</b>   |

## **7. Related Party Transactions and Balances**

During the three and nine months ended September 30, 2025, the Company had no related party transactions and balances not disclosed elsewhere in these condensed consolidated financial statements:

During the three and nine months ended September 30, 2024, the Company had the following related party transactions and balances not disclosed elsewhere in these condensed consolidated financial statements:

The Company has a loan receivable from CalNano including accrued interest in the amount of \$393,164. Of this amount, \$383,697 accrues interest at 7.5% per annum and is paid on a monthly basis. In the three months ended September 30, 2024, CalNano paid in advance \$338,335 of principal payments. In the nine months ended September 30, 2024, CalNano paid in advance \$458,335 of principal payments. The loan is secured by all the assets of California Nanotechnologies Inc., a subsidiary of CalNano, which was due on May 30, 2025. On March 31, 2020, the bank called CalNano's line of credit of \$250,000, which was guaranteed by the Company. Omni-Lite repaid this amount on their behalf and has a loan receivable with interest at prime +1% from California Nanotechnologies Corp. During the nine months ended September 30, 2024, CalNano paid in advance \$50,000 of principal towards this outstanding balance. Both loans have been paid in full as of December 31, 2024.

Roger Dent is a member of the Company's Board of Directors and is also a member of the board of directors for CalNano.

### **Significant Subsidiaries:**

The table below provides information relative to the Company's significant subsidiaries, including each such entity's name, its jurisdiction of incorporation/formation, the percentage of securities directly or indirectly owned by the Company, a brief description of the entity, and the market areas served, if applicable. The functional currency of each entity is U.S. Dollars.

On April 23, 2025, the Company acquired 100% of the Company formally known as Electronic Components Inc (eComp) in an all-cash transaction for \$350,000.

The primary reason for the acquisition of eComp was due to its symmetry between the business and Monzite Corporation, which will allow for additional growth. The company recorded Goodwill of \$129,895 and Customer Relationships of \$130,000.

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**Significant Subsidiaries – continued**

| <b>Company<br/>(Jurisdiction of<br/>Incorporation/<br/>Formation)</b> | <b>Percentage of<br/>ownership by<br/>Omni-Lite<br/>Industries<br/>Canada, Inc.</b> | <b>Overview</b>                                                                                                                                                                                               | <b>Market Area</b>    |
|-----------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|
| Omni-Lite Industries California, Inc. (California, USA)               | 100%                                                                                | Wholly owned subsidiary of Omni-Lite Industries Canada, Inc., which was formed and incorporated on October 4, 1985. It is the head office which conducts research and development, and production operations. | United States         |
| Monzite Corporation (New Hampshire, USA)                              | 100%                                                                                | Wholly owned subsidiary of Omni-Lite Industries Canada, Inc., which was acquired on September 21, 2018. It is a holding company for Impellimax, Inc.                                                          | United States         |
| Impellimax, Inc. (New Hampshire, USA)                                 | 100%                                                                                | Wholly owned subsidiary of Monzite Corporation, which was acquired on September 21, 2018. It designs, manufactures, and contract manufactures electronic subcomponents.                                       | United States         |
| Designed Precision Castings Inc. (Ontario, Canada)                    | 100%                                                                                | Indirectly owned subsidiary of Omni-Lite Industries Canada Inc, which was acquired on December 20, 2021. It designs and manufactures investment castings.                                                     | United States, Canada |
| Electronic Components (Massachusetts)                                 | 100%                                                                                | Wholly owned subsidiary of Monzite Corporation, which was acquired on April 23, 2025. It designs and manufactures electronic components.                                                                      | United States         |
| Marvel Acquisition Co. Ltd. (Ontario, Canada)                         | 100%                                                                                | Wholly owned subsidiary of Omni-Lite Industries Canada Inc., which is a holding company, and sole shareholder of Designed Precision Castings Inc.                                                             | Canada                |

**8. Lease Liability**

|                               | <b>September 30, 2025</b> | <b>December 31, 2024</b> |
|-------------------------------|---------------------------|--------------------------|
| Opening Balance January 1     | \$ 5,526,224              | \$ 5,983,343             |
| Payments                      | (582,120)                 | (867,093)                |
| Interest                      | 358,766                   | 509,815                  |
| Currency translation          | (22,967)                  | (99,841)                 |
| Lease liability end of period | \$ 5,279,903              | \$ 5,526,224             |
| Less current portion          | (437,562)                 | (395,264)                |
| Long term portion             | \$ 4,842,341              | \$ 5,130,960             |

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**8. Lease Liability – continued**

The Company has entered into leases for its manufacturing and office space as follows:

| <b>Location</b>       | <b>Type</b>              | <b>Liability</b>    |
|-----------------------|--------------------------|---------------------|
| Cerritos, California  | Manufacturing and office | \$ 3,883,855        |
| Cerritos, California  | Warehouse                | 67,885              |
| Brampton, Ontario     | Manufacturing and office | 1,282,952           |
| Brampton, Ontario     | Equipment purchase       | 9,800               |
| Nashua, New Hampshire | Manufacturing and office | 35,411              |
|                       |                          | <b>\$ 5,279,903</b> |

The incremental borrowing rate used to calculate the lease liabilities was 9%. Additionally, recorded in the cost of sales, the Company is responsible for all building operating costs including real estate taxes and insurance. The total estimated quarterly amount of real estate taxes and insurance included in the financial statements is \$64,220 document (2024 - \$67,638).

Future minimum lease payments are as follows:

|              |                    |
|--------------|--------------------|
| 2025         | 169,236            |
| 2026         | 785,787            |
| 2027-2031    | <u>3,493,750</u>   |
| <b>Total</b> | <b>\$4,448,773</b> |

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## 9. Share Capital

a) Authorized: Unlimited number of common shares with no par value

b) Issued:

|                                           | Number of Shares | Amount       |
|-------------------------------------------|------------------|--------------|
| Issued and outstanding September 30, 2025 | 15,477,564       | \$11,293,198 |

c) Share Options:

The Company established a share option plan for employees, directors and consultants on September 15, 1997. Under this plan, the Company is authorized to issue options up to 10% of the outstanding number of issued and outstanding shares. From grant date, options vest at one-third of the total grant annually with an expiration term of 5 years.

The Company has granted share options to directors, consultants, and employees of the Company as follows:

|                                                  | Number         | Option Price per Share Range | Weighted Average Exercise Price |
|--------------------------------------------------|----------------|------------------------------|---------------------------------|
| Options outstanding at September 30, 2024        | 1,015,000      | CAD \$0.60 to \$1.37         | CAD \$0.89                      |
| <b>Options outstanding at September 30, 2025</b> | <b>440,000</b> | <b>CAD \$0.76 to \$0.92</b>  | <b>CAD \$0.87</b>               |

The Company did not grant options during the three months ending September 30, 2025.

The options that are outstanding at September 30, 2025, are summarized as follows:

| Options Outstanding | Option Price      | Weighted Average Exercise Price of Options Outstanding           | Weighted Average Remaining Contractual Life |
|---------------------|-------------------|------------------------------------------------------------------|---------------------------------------------|
| 140,000             | CAD \$0.76        | CAD \$0.76                                                       | 1.17 years                                  |
| 300,000             | CAD \$0.92        | CAD \$0.92                                                       | 1.47 years                                  |
| 440,000             | CAD \$0.76-\$0.92 | CAD \$0.87                                                       | 1.22 years                                  |
| Options Vested      | Option Price      | Weighted Average Exercise Price of Options Currently Exercisable | Weighted Average Remaining Contractual Life |
| 440,000             | CAD \$0.76-\$0.92 | CAD \$0.87                                                       | 1.21                                        |

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## 9. Share Capital – continued

In estimating expected stock price volatility at the time of a particular share option grant, the Company relies on observations of historical volatility trends. Share-based compensation expense in relation to the options for the three months ended September 30, 2025, was nil (2024-\$40,000). The fair value of the options granted was estimated using the Black-Scholes option pricing model with the following weighted average assumptions:

|                         |        |
|-------------------------|--------|
| Risk-free interest rate | 1.45%  |
| Expected life (years)   | 5      |
| Volatility rate (%)     | 60.61% |
| Dividend yield (%)      | 0.00%  |
| Forfeiture rate (%)     | 0.00%  |

### Warrants:

The Company initiated a long-term stock warrant plan in the third quarter of 2018 for key management and employees. The stock warrant plan is monitored by the Board of Directors who determine the strike price and vesting terms of warrants issued.

|                                                      | Number           | Warrant Price Per Share Range | Weighted Average Exercise Price |
|------------------------------------------------------|------------------|-------------------------------|---------------------------------|
| Total warrants outstanding September 30, 2024        | 1,400,000        | CAD \$0.95 to \$2.26          | CAD \$1.59                      |
| <b>Total warrants outstanding September 30, 2025</b> | <b>1,400,000</b> | <b>CAD \$0.95 to \$2.26</b>   | <b>CAD\$1.59</b>                |
| <b>Warrants exercisable at September 30, 2025</b>    | <b>700,000</b>   | <b>CAD \$0.95 to \$2.26</b>   | <b>CAD\$1.53</b>                |

The warrants that are outstanding as of September 30, 2025, are summarized as follows:

| Warrants Outstanding | Warrant Exercise Price | Weighted Average Remaining Life |
|----------------------|------------------------|---------------------------------|
| 200,000              | CAD \$0.95             | 1.22 years                      |
| 200,000              | CAD \$1.27             | 0.98 years                      |
| 125,000              | CAD \$1.27             | 0.98 years                      |
| 175,000              | CAD \$1.41             | 0.98 years                      |
| 200,000              | CAD \$1.55             | 0.98 years                      |
| 250,000              | CAD \$1.98             | 0.98 years                      |
| 250,000              | CAD \$2.26             | 0.98 years                      |
| <b>1,400,000</b>     | <b>CAD \$1.59</b>      | <b>1.01 years</b>               |

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## 10. Contributed Surplus

The following is a continuity schedule of contributed surplus:

|                                            | September 30,<br>2025 | September 30,<br>2024 |
|--------------------------------------------|-----------------------|-----------------------|
| Balance, beginning of year                 | \$ 2,291,896          | \$ 2,251,896          |
| Share-based compensation (Note 10(c), (d)) | -                     | 40,000                |
| Balance, end of period                     | <b>\$2,291,896</b>    | <b>\$2,291,896</b>    |

## 11. Loss per Common Share

The basic (loss)/income per common share is calculated using net (loss)income divided by the weighted-average number of common shares outstanding. The diluted (loss)income per common share is calculated using net (loss)income divided by the weighted-average number of diluted common shares outstanding, as adjusted with the treasury stock method. 16,117,564 (2024 - 17,127,564), is calculated from 15,477,564 (2024 - 15,412,564) and adding in 440,000 options and 200,000 warrants (2024 – 1,015,000) were included in calculating the weighted-average number of diluted common shares outstanding for the nine months ended September 30, 2025, and 2024, 1,200,000 warrants were excluded in calculating the weighted-average number of diluted common shares outstanding, because the warrants are issued at a higher price than current stock price therefore any exercise would be anti-dilutive.

## 12. Segment Information

The Company has its operations and subsidiaries in the United States and Canada. All sales are conducted in the United States.

|                                                         | United States | Canada       | Total         |
|---------------------------------------------------------|---------------|--------------|---------------|
| <b>For the nine months ended<br/>September 30, 2025</b> |               |              |               |
| Revenue                                                 | \$ 7,830,638  | \$ 2,976,467 | \$ 10,807,102 |
| Net income/(loss)                                       | 340,351       | (400,788)    | (60,437)      |
| Long term assets                                        | 4,907,639     | 5,943,085    | 10,850,724    |
| <b>For the nine months ended<br/>September 30, 2024</b> |               |              |               |
| Revenue                                                 | \$ 9,192,156  | \$ 3,192,969 | \$ 12,385,125 |
| Net income/(loss)                                       | 977,649       | (383,884)    | 593,765       |
| Long term assets                                        | 6,492,867     | 11,760,615   | 18,253,482    |

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### 13. Financial Instruments

The financial instruments of the Company consist of cash, accounts receivable, due from related parties, investment, accounts payable and accrued liabilities, and bank indebtedness.

|                                          | September 30, 2025 |              | December 31, 2024 |              |
|------------------------------------------|--------------------|--------------|-------------------|--------------|
|                                          | Carrying Value     | Fair Value   | Carrying Value    | Fair Value   |
| <b>At FVTPL</b>                          |                    |              |                   |              |
| Cash                                     | \$ 2,957,341       | \$ 2,957,341 | \$ 2,991,536      | \$ 2,991,536 |
| <b>At FVOCI</b>                          |                    |              |                   |              |
| Investment                               | 1,880,580          | 1,880,580    | 3,978,749         | 3,978,749    |
| <b>At Amortized cost</b>                 |                    |              |                   |              |
| Accounts receivable                      | 2,847,966          | 2,847,966    | 2,474,166         | 2,474,166    |
| Accounts payable and accrued liabilities | 1,115,915          | 1,115,915    | 999,231           | 999,231      |

The table below sets out fair value measurements using the fair value hierarchy.

|               | Total        | Level 1      | Level 2 | Level 3 |
|---------------|--------------|--------------|---------|---------|
| <b>Assets</b> |              |              |         |         |
| Cash          | \$ 2,957,341 | \$ 2,957,341 | \$ -    | \$ -    |
| Investment    | 1,880,580    | 1,880,580    | -       | -       |

There have been no transfers during the period between Levels 1 and 2.

The carrying values of accounts receivable, accounts payable and accrued liabilities, and finance guarantee liability approximate their fair value due to their short-term nature.

The carrying value of the Company's due from related parties approximate their fair values due to the amounts being due on demand, and the carrying value of bank indebtedness approximates fair value due to a market rate of interest being charged.

The Company holds various forms of financial instruments. The nature of these instruments and the Company's operations exposes the Company to various risks. The Company manages its exposure to these risks by operating in a manner that minimizes its exposure to the extent practical. The Company does not use off statement of financial position contracts to manage these risks.

#### Foreign Currency Risk

The Company has foreign currency exposure through its DP Cast subsidiary which has a functional currency of Canadian dollars. The Company manages its foreign currency risk through natural hedges of its current assets and current liability positions where possible.

#### Other Price Risk

The Company has financial instruments that may fluctuate in value as a result of changes in market price. The Company has an investment in shares of California Nano. This investment is recorded on the consolidated statements of financial position at fair value as of the

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### 13. Financial Instruments – continued

statement of financial position date with changes from the prior period's fair value reported in OCI. As at September 30, 2025, a 1% change in the price of the investment would have an impact of \$32,444 annually (December 31, 2024 - \$39,787).

#### Liquidity Risk

The Company had \$2,957,341 in cash on hand at September 30, 2025, and had no borrowing at September 30, 2025, or December 31, 2024. If the Company should need additional liquidity, it would pursue asset-based lending secured by its assets.

The following table provides an analysis of the financial liabilities based on the remaining terms of the liabilities as at:

|                                                 | ≤ 1 year            | > 1 year<br>≤ 3 years | > 3 years<br>≤ 4 years | > 5 years   | Total               |
|-------------------------------------------------|---------------------|-----------------------|------------------------|-------------|---------------------|
| <b>September 30, 2025</b>                       |                     |                       |                        |             |                     |
| <b>Accounts payable and accrued liabilities</b> | <b>\$ 1,115,915</b> | <b>\$ -</b>           | <b>\$ -</b>            | <b>\$ -</b> | <b>\$ 1,115,915</b> |
| <b>Total</b>                                    | <b>\$ 1,115,915</b> | <b>\$ -</b>           | <b>\$ -</b>            | <b>\$ -</b> | <b>\$ 1,115,915</b> |
| <b>December 31, 2024</b>                        |                     |                       |                        |             |                     |
| Accounts payable and accrued liabilities        | \$ 999,231          | \$ -                  | \$ -                   | \$ -        | \$ 999,231          |
| Total                                           | \$ 999,231          | \$ -                  | \$ -                   | \$ -        | \$ 999,231          |

#### Credit Risk

The Company manages credit risk over cash by maintaining its bank accounts with large financial institutions. The Company manages credit risk over accounts receivable by dealing with financially sound customers, based on an evaluation of the customer's financial condition. For the nine months ended September 30, 2025, the Company had one customer who each accounted for in excess of 10% of revenue for \$2,713,387 or 25% of sales (September 30, 2024 – one customer totaling \$2,143,991 million or 17% of sales). The maximum exposure to credit risk is the carrying value of cash, accounts receivable and due from related parties. The table below provides an analysis of the age of accounts receivable from invoice date, which are not considered impaired.

|                           | Total               | ≤ 30 days           | > 30 days<br>≤ 60 days | > 60 days<br>≤ 90 days | > 90 days        |
|---------------------------|---------------------|---------------------|------------------------|------------------------|------------------|
| <b>September 30, 2025</b> | <b>\$ 2,847,966</b> | <b>\$ 2,496,169</b> | <b>\$ 223,580</b>      | <b>\$ 90,932</b>       | <b>\$ 37,285</b> |
| December 31, 2024         | \$ 2,474,166        | \$ 1,746,374        | \$ 431,784             | \$ 118,156             | \$ 177,852       |

#### **14. Capital Disclosures**

The objective for managing the Company's capital structure is to ensure that the Company has the financial capacity, liquidity and flexibility to fund expansion projects and product development efforts. The capital structure of the Company consists of cash and equity comprised of issued capital, contributed surplus and retained earnings. The Company generally relies on operating cash flows and its revolving line of credit to fund the expansion and product development. The Company's financing needs depend on the timing of expected net cash flows from new products and sales of current products. This requires the Company to maintain financial flexibility and liquidity. The Company's capital management policies are aimed at: Maintaining an appropriate balance between short-term borrowings, long-term debt and shareholders' equity; maintaining sufficient undrawn committed credit capacity to provide liquidity; ensuring ample covenant room to draw credit lines as required; and ensuring the Company maintains a credit rating that is appropriate for their circumstances. The Company monitors the leverage in its capital structure by reviewing the ratio of net debt to cash flow from operating activities and interest coverage ratios.

#### **15. Subsequent Events**

None.