

FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Luxxfolio Holdings Inc. (the “Issuer”).

Trading Symbol: LUXX

This Quarterly Listing Statement must be posted on or before the day on which the Issuer’s unaudited interim financial statements are to be filed under the *Securities Act*, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer’s first, second and third fiscal quarters. This statement is not intended to replace the Issuer’s obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

- (a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term “Issuer” includes the Listed Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

The Issuer's financial statements for the interim period ended May 31, 2026 are attached as Schedule A.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
- (e) Contractual obligations with Related Persons, separate from other contractual obligations.
- (f) Contingencies involving Related Persons, separate from other contingencies.

All related party transactions have been disclosed in the Issuer's financial statements for the interim period ended May 31, 2026 and attached as Schedule A.

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

All securities issued have been disclosed in the notes to the financial statements for the interim period ended May 31, 2026 and attached as Schedule A.

- (a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
	None.							
TOTAL			0					

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

A summary of the securities has been provided in the financial statements for the interim period ended May 31, 2026 and attached as Schedule A.

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,
- (b) number and recorded value for shares issued and outstanding,
- (c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and
- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Name of Director/Officer	Position with Issuer
Tomek Antoniak	Chief Executive Officer and Director
Geoffrey Balderson	Chief Financial Officer, Director
Zayn Kalyan	Executive Chair, Director
Alexandros Tziliis	Director

Stephanie Sharma	Corporate Secretary
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SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

Management's Discussion and Analysis for the period ended May 31, 2026, as filed with securities regulatory authorities, is attached to this Form 5 – Quarterly Listing Statements as Schedule B.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated July 30, 2026.

Tomek Antoniak
Name of Director or Senior Officer

"Tomek Antoniak"
Signature

Chief Executive Officer
Official Capacity

Issuer Details Name of Issuer Luxxfolio Holdings Inc.		For Quarter Ended May 31, 2026	Date of Report YY/MM/D 2026/07/30
Issuer Address 417 1080 Mainland Street			
City/Province/Postal Code Vancouver, BC V6B 2T4		Issuer Fax No.	Issuer Telephone No. (778) 320-9460
Contact Name Tomek Antoniak		Contact Position CEO	Contact Telephone No. (778) 320-9460
Contact Email Address tomek@luxxfolio.com		Web Site Address https://www.luxxfolio.com/	

SCHEDULE A

LUXXFOLIO HOLDINGS INC.

Interim Financial Statements
for the quarter ended May 31, 2026



LUXXFOLIO HOLDINGS INC.

Interim Condensed Consolidated Financial Statements
For the three and nine months ended May 31, 2026 and 2025
(Expressed in Canadian Dollars)
(Unaudited)

NOTICE OF NO AUDITOR REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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

The accompanying unaudited interim condensed consolidated financial statements have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these interim condensed consolidated financial statements.

LUXXFOLIO HOLDINGS INC.

Interim Condensed Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

(Unaudited)

As at	May 31, 2026	August 31, 2025
Assets		
Current assets		
Cash and cash equivalents	\$ 41,145	\$ 31,361
Accounts and GST receivables	31,091	81,205
Prepaid expenses	47,422	3,634
	119,658	116,200
Non-current assets		
Intangible - Digital Assets (note 5)	1,731,104	3,147,093
Property, Plant, and Equipment (note 6)	238,206	-
Total assets	\$ 2,088,968	\$ 3,263,293
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities	\$ 178,721	\$ 151,373
	178,721	151,373
Shareholders' equity		
Common shares (note 8)	29,040,950	28,092,105
Contributed surplus (note 8)	1,321,348	802,723
Accumulated other comprehensive income (loss)	(1,258,747)	353,352
Accumulated deficit	(27,193,304)	(26,136,260)
	1,910,247	3,111,920
Total liabilities and shareholders' equity	\$ 2,088,968	\$ 3,263,293

*Going Concern - Note 1**Subsequent Events - Note 10*

Approved on behalf of the Board:

Signed: "Tomek Antoniak"

Tomek Antoniak, Director

Signed: "Zayn Kalyan"

Zayn Kalyan, Director

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

LUXXFOLIO HOLDINGS INC.

Interim Condensed Consolidated Statements of Operations and Comprehensive Loss

(Expressed in Canadian Dollars)

(Unaudited)

	For the three months ended May 31, 2026	For the three months ended May 31, 2025	For the nine months ended May 31, 2026	For the nine months ended May 31, 2025
Operating expenses				
Advertising	6,422	2,535	73,480	2,535
Consulting (note 7)	63,625	79,000	227,789	84,100
Depreciation	26,373	-	30,573	-
Digital asset mining costs	-	-	5,109	-
General and administration	12,732	36,394	34,554	42,573
Professional fees	29,660	12,475	184,507	12,475
Share-based compensation (note 7, 8)	75,283	81,746	747,338	81,746
Transfer agent and regulatory	4,961	-	18,840	-
Travel	-	5,651	1,050	5,651
Total operating expenses	(219,056)	(217,801)	(1,323,240)	(229,080)
Other income and expenses				
Other income	9	-	60	-
Total other income and expenses	9	-	60	-
Net loss	(219,047)	(217,801)	(1,323,180)	(229,080)
Other comprehensive income (loss)				
Revaluation loss on digital assets	(45,988)	(50,279)	(1,612,099)	(50,295)
	(45,988)	(50,279)	(1,612,099)	(50,295)
Comprehensive loss	(265,035)	(268,080)	(2,935,279)	(279,375)
Basic and diluted net loss per share	(0.01)	(0.02)	(0.04)	(0.02)
Weighted average number of shares outstanding:				
Basic and diluted	33,167,164	14,517,625	30,671,992	10,637,767

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

LUXXFOLIO HOLDINGS INC.
Interim Condensed Consolidated Statements of Changes in Shareholders' Equity

For the nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

(Unaudited)

	Notes	Number of common shares	Common shares	Contributed surplus	AOCI	Deficit	Total
Balance, August 31, 2024		8,671,794	\$ 25,008,109	\$ 236,455	\$ -	\$ (25,455,297)	\$ (210,733)
Issuance of common shares	8	7,758,367	1,163,755	-	-	-	1,163,755
Issuance of share purchase warrants	8	-	-	81,746	-	-	81,746
Finder's fees	8	-	(64,558)	-	-	-	(64,558)
Exercise of stock options		160,000	47,431	(23,431)	-	-	24,000
Comprehensive loss		-	-	-	(50,295)	(229,080)	(279,375)
Balance, May 31, 2025		16,590,161	26,154,737	294,770	(50,295)	(25,684,377)	714,835
Balance, August 31, 2025		26,930,164	28,092,105	802,723	353,352	(26,136,260)	3,111,920
Exercise of stock options		183,000	27,450	-	-	-	27,450
Share-based compensation		-	-	747,338	-	-	747,338
Transfer of fair value of stock options upon exercise		-	26,799	(26,799)	-	-	-
Private placement		6,054,000	1,029,180	-	-	-	1,029,180
Share Issuance cost		-	(70,363)	-	-	-	(70,363)
Fair value of Broker's Warrants		-	(64,221)	64,221	-	-	-
Transfer of fair value of stock options upon cancellation		-	-	(185,000)	-	185,000	-
Transfer of fair value of stock options upon expiry		-	-	(81,136)	-	81,136	-
Comprehensive loss		-	-	-	(1,612,099)	(1,323,180)	(2,935,279)
Balance, May 31, 2026		33,167,164	\$ 29,040,950	\$ 1,321,348	\$ (1,258,747)	\$ (27,193,304)	\$ 1,910,247

On March 21, 2025, the Company completed a share consolidation on a 10:1 basis. All outstanding common shares, stock options, warrants and finders' warrants were adjusted on the same 10-for-1 basis, including a corresponding adjustment to their exercise prices. All references to common shares, options, and warrants and per common share amounts have been retroactively restated to reflect this share consolidation.

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

LUXXFOLIO HOLDINGS INC.

Interim Condensed Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

(Unaudited)

	For the nine months ended May 31, 2026	For the nine months ended May 31, 2025
Operating Activities		
Net income (loss)	\$ (1,323,180)	\$ (279,375)
Changes in non-cash operating items:		
Depreciation	30,573	-
Share-based compensation	747,338	81,746
Unrealized loss on digital assets	-	49,749
Changes in non-cash working capital:		
Accounts receivable	50,114	(5,597)
Prepaid expense	(43,788)	-
Accounts payable and accrued liabilities	27,349	(131,114)
Cash provided by (used in) operating activities	(511,594)	(284,591)
Investing Activities		
Purchase of intangible assets	(196,110)	(700,000)
Purchase of Equipment	(268,779)	
Cash provided by (used in) investing activities	(464,889)	(700,000)
Financing Activities		
Proceeds from short-term loan	-	-
Proceeds from private placement, net of share issuance costs	958,817	1,099,197
Exercise of stock options (note 8)	27,450	24,000
Cash provided by (used in) financing activities	986,267	1,123,197
Inflow (Outflow) of Cash	9,784	138,606
Cash, Beginning of the period	31,361	15,592
Cash, End of the period	\$ 41,145	\$ 154,198
SUPPLEMENTAL CASH FLOW INFORMATION		
Interest paid	-	-
Income tax paid	-	-
Non-cash financing and investing activities		
Transfer of fair value of stock options exercise	26,799	-

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

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Luxxfolio Holdings Inc. (the “Company”) was incorporated under the *Business Corporations Act* (British Columbia) on October 10, 2017. The Company is listed on the Canadian Securities Exchange under the symbol “LUXX” and the OTCQB under the symbol “LUXFF”. The head office of the Company is located at 417 - 1080 Mainland Street, Vancouver, British Columbia. The Company is focused on developing and operating infrastructure for the Litecoin blockchain ecosystem including clean energy crypto mining, on-chain Litecoin treasury, and infrastructure for native stablecoins and smart contracts. Through these initiatives, the Company aims to position itself as an infrastructure leader in the Litecoin economy, leveraging low-fee, high-throughput blockchain technology to support scalable financial applications and decentralized systems.

These interim condensed consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will continue to operate for the foreseeable future and be able to realize a return on its assets and discharge its liabilities and commitments in the ordinary course of business.

For the nine months ended May 31, 2026, the Company realized a comprehensive loss of \$2,935,279 (2025 - \$279,375). As at May 31, 2026 the Company had a working capital deficiency of \$59,063 (August 31, 2025 - working capital deficiency of \$35,173) and an accumulated deficit of \$27,193,304 (August 31, 2025 - \$26,136,260). The continuing operations of the Company are dependent upon its ability to attain profitable operations and generate funds there from. This indicates the existence of material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs with equity financings, loans from directors and companies controlled by directors and/or private placement of common shares. If the Company is unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its consolidated statement of financial position. Although the Company has been successful in the past in raising funds to continue operations, there is no assurance it will be able to do so in the future.

The Company’s business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, and national and international circumstances. Recent geopolitical events and potential economic global challenges such as the risk of higher inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company’s business. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. BASIS OF PRESENTATION**(a) Statement of compliance**

These consolidated financial statements, have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”), interpretations issued by the International Financial Reporting Standards Interpretation Committee (“IFRIC”), and International Accounting Standard (“IAS”) 34, *Interim Financial Reporting*.

These consolidated financial statements were reviewed by the Audit Committee and approved and authorized for issuance by the Board of Directors on July 30, 2026.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

2. BASIS OF PRESENTATION (continued)**(a) Statement of compliance (continued)**

The Company is currently engaged in developing and operating infrastructure for the Litecoin blockchain ecosystem, including clean energy mining, a digital asset treasury strategy, and support for Litecoin-native smart contracts and stablecoins. As aspects of the Company's operations—particularly those involving digital assets, decentralized technologies, and blockchain infrastructure—are not specifically addressed by existing IFRS guidance, management is required to exercise judgment in applying IFRS and in selecting appropriate accounting policies. This includes determining the classification, recognition, derecognition, and measurement of digital assets, as well as the recognition of related revenues and expenses.

The Company has disclosed its approach to the presentation, recognition and derecognition, and measurement of digital assets and related revenue recognition, along with the significant assumptions and judgments applied. However, should the IASB issue specific guidance in the future that applies to the Company's activities, the resulting changes in accounting policies may have a material impact on the Company's financial position and results of operations.

(b) Basis of presentation

These consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments and digital currencies that have been measured at fair value, on the reporting date. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

(c) Principles of consolidation

These consolidated financial statements include the accounts of the Company and its wholly owned inactive subsidiaries at the end of the reporting period:

			Ownership May 31, 2026	Ownership August 31, 2025
	Incorporated	Nature		
Luxxfolio Networks Inc.	British Columbia	Blockchain	100%	100%

The results of the wholly owned subsidiaries will continue to be included in the consolidated financial statements of the Company until the date that the Company's control over the subsidiary ceases. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity to obtain benefits from its activities. Intercompany balances and transactions, including unrealized income and expenses arising from intercompany transactions, are eliminated on consolidation.

(e) Functional and presentation currency

Transactions and balances in the consolidated financial statements are measured using the currency of the primary economic environment in which the entity operates. These consolidated financial statements have been presented in Canadian dollars ("CAD"). The functional currency of all entities is CAD as at May 31, 2026.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

3. MATERIAL ACCOUNTING POLICIES

The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the audited consolidated financial statements as at August 31, 2025. The accompanying unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended August 31, 2025.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Use of estimates and judgments

The preparation of these consolidated financial statements in accordance with IFRS requires management to make judgments, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from these estimates. Accounting estimates and assumptions made by management that may result in a material adjustment to the carrying amounts of assets and liabilities include, but are not limited to the following:

(i) Valuation of digital assets

The Company has adopted Litecoin as an integral component of its treasury strategy. Litecoin is considered an identifiable non-monetary asset without physical substance and is treated as intangible assets not subject to amortization under IAS 38 Intangible Assets.

Litecoin is measured at fair value using the quoted prices provided by Yahoo Finance and are valued at the closing price on the last trading day of the reporting period.

(ii) Fair value of options and warrants

The fair value of equity instruments is subject to the limitations of the Black-Scholes option pricing model, as well as other pricing models that incorporate market data and involve uncertainty in estimates used by management in the assumptions. Because option pricing models require inputs of highly subjective assumptions, including the volatility of share prices, changes in subjective input assumptions can materially affect the fair value estimate.

(iii) Business combinations

In business combinations transacted by the Company, identifiable assets acquired, and liabilities assumed are recorded at their fair values. In determining the allocation of the purchase price in a business combination requires management to make certain judgements and estimates about future events, including but not limited to future revenues, future digital asset prices and future operating costs.

Management determines whether assets acquired, and liabilities assumed constitute a business. A business consists of inputs and processes applied to those inputs to create outputs of measurable value.

(iv) Going concern assumption

The assessment of whether the going concern assumption is appropriate requires management to consider all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (continued)**(v) Income taxes**

The measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgements in the interpretation and application of the relevant tax laws. The actual amount of income taxes only becomes final upon filing and acceptance of the tax return by the relevant tax authorities, which occurs subsequent to the issuance of the consolidated financial statements.

(vi) Research and development expenditures

Costs to develop the Company's platform are capitalized to the extent that the criteria for recognition as intangible assets in IAS 38 *Intangible Assets* are met. Those criteria require that the platform is technically and economically feasible, which management assesses based on the attributes of the development project, perceived user needs, industry trends and expected future economic conditions. Management considers those factors in aggregate and applies significant judgement to determine whether the platform is feasible. The Company has not capitalized any research and development costs as at May 31, 2026.

(vii) Impairment of non-financial assets and goodwill

Impairment exists when the carrying value of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. These calculations are based on available data, other observable inputs, and projections of cash flows, all of which are subject to estimates and assumptions. Recoverable amounts are also sensitive to assumptions about the future usefulness of in-process development and contractual rights to use inputs for these assets.

5. INTANGIBLE - DIGITAL ASSETS

At May 31, 2026, the Company held Litecoin and USDC as its digital assets. The digital assets are recorded at their fair value on the date they are acquired and are remeasured to current market value at each reporting date. Fair value is determined by taking the closing price listed on Yahoo Finance at the reporting date.

The continuity of digital assets is as follows:

<i>(At fair value)</i>	Litecoin		USDC	
	Units	Amount	Units	Amount
Balance, August 31, 2025	20,226	\$3,026,112	87,976	\$120,981
Purchases	22,342	-	-	-
Expenses	(21,581)	(1,177,675)	(14,000)	
Revaluation	-	(218,295)	-	(20,018)
Balance, May 31, 2026	20,987	\$1,630,142	73,976	\$ 100,962

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

6. PROPERTY, PLANT AND EQUIPMENT

	Mining servers	Total
Cost		
As at August 31, 2025	\$ -	\$ -
Additions	268,779	268,779
As at May 31, 2026	\$268,779	\$268,779
Accumulated depreciation		
As at August 31, 2025	\$ -	\$ -
Depreciation	30,573	30,573
As at May 31, 2026	\$ 30,573	\$ 30,573
Net Book Value, August 31, 2025	\$ -	\$ -
Net Book Value, May 31, 2026	\$238,206	\$238,206

7. RELATED PARTY TRANSACTIONS

Related party transactions are in the normal course of operations and measured at the exchange amount, which is the amount of consideration established and agreed by the related parties.

Key Management Compensation

Key management includes directors (executive and non-executive) and officers of the Company. The amounts due to related parties are for amounts due to directors and officers. The balances are unsecured, non-interest bearing and have no specific terms for repayment.

During the nine months ended May 31, 2026 and 2025, the Company entered into following transactions with related parties:

	For the nine months ended May 31, 2026	For the nine months ended May 31, 2025
Consulting fees	\$ 80,594	\$ 5,100
Professional fees	27,000	-
Share-based compensation	73,735	-
	\$ 181,329	\$ 5,100

As at May 31, 2026 the Company had outstanding amounts payable to officers and directors of the Company in the amount of \$2,362 (May 31, 2025 - \$Nil) for outstanding consulting fees. The balances are unsecured, non-interest bearing, and have no specific terms of repayment.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

8. SHARE CAPITAL**(a) Authorized**

Unlimited number of common shares without par value and an unlimited number of preferred shares without par value.

On March 21, 2025, the Company completed a share consolidation on a 10:1 basis. All outstanding common shares, stock options, warrants and finders' warrants were adjusted on the same 10-for-1 basis, including a corresponding adjustment to their exercise prices. All references to common shares, options, and warrants and per common share amounts have been retroactively restated to reflect this share consolidation.

(b) Issued and outstanding**For the nine months ended May 31, 2026:**

On January 30, 2026, the Company closed the second and final tranche of the private placement for 1,430,000 units at a price of \$0.17 per unit for gross proceeds of \$243,100. In total, the Company raised aggregate gross proceeds of \$1,029,180 and issued 6,054,000 units under the financing. Each unit is comprised of one common share and one share purchase warrant, with each warrant exercisable at \$0.35 for a period of 24 months from the date of issuance.

In connection with the second tranche, the Company paid \$17,017 in cash finder's fees and issued 100,100 brokers' warrants. Each broker's warrant is exercisable at a price of \$0.35 for a period of 24 months from the date of issuance.

On December 9, 2025, the Company closed the first tranche of a non-brokered private placement for 4,624,000 units at a price of \$0.17 per unit for gross proceeds of \$786,080. Each unit is comprised of one common share and one share purchase warrant, with each warrant exercisable at \$0.35 for a period of 24 months from the date of issuance.

In connection with the financing, the Company paid finder's fees of \$53,345 in cash and issued 313,796 brokers' warrants. Each broker's warrant is exercisable at a price of \$0.35 for a period of 24 months from the date of issuance.

During the nine months ended May 31, 2026, the Company issued 183,000 common shares upon the exercise of 183,000 stock options with an exercise price of \$0.15 per share for gross proceeds of \$27,450. Related to the exercise, the Company recognized a transfer of \$26,799 from contributed surplus to share capital.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

8. SHARE CAPITAL (continued)

(b) Issued and outstanding

For the year ended August 31, 2025:

On July 14, 2025, the Company completed a non-brokered private placement for the issuance of 10,000,000 units for gross proceeds of \$2,500,000. Each unit is comprised of 1 common share and one-half of a warrant, with each whole warrant exercisable at a price of \$0.50 and an expiry date of July 14, 2027.

In connection with the transaction, cash finders' fees of \$142,569 were paid and share purchase warrants (the "Finders' Warrants") totaling 570,276 were issued to certain arms-length parties. The Finders' Warrants have an exercise price of \$0.50 and an expiry date of July 14, 2027. The finders' warrants have a fair value of \$439,113 calculated using the Black-Scholes Option Pricing Model.

On March 25, 2025, the Company completed a non-brokered private placement for the issuance of 7,758,367 common shares for gross proceeds of \$1,163,755.

In connection with the transaction, cash finders' fees of \$64,558 were paid and 406,119 finders' warrants were issued to certain arms-length parties. The finders' warrants have an exercise price of \$0.15 and an expiry date of March 24 and March 25, 2027. The finders' warrants have a fair value of \$81,746 calculated using the Black-Scholes Option Pricing Model.

The share consolidation was completed in accordance with the Company's Articles and did not require shareholder approval. Approval from the Canadian Securities Exchange ("CSE") was obtained. All references to common shares, stock options, warrants, and compensation options in these financial statements have been retrospectively adjusted to reflect the share consolidation.

During the year ended August 31, 2025, the Company issued 500,000 common shares upon the exercise of 500,000 stock options with an exercise price of \$0.15 per share for gross proceeds of \$75,000. Related to the exercise, the Company recognized a transfer of \$73,226 from contributed surplus to share capital.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

8. SHARE CAPITAL (continued)**(c) Warrants**

During the nine months ended May 31, 2026 and 2025, the Company issued a total of 6,054,000 warrants (2025 – Nil) in connection with the two tranches of a non-brokered private placement that closed on December 9, 2025 and January 30, 2026. Each warrant entitles the holder to acquire one common share of the Company at an exercise price of \$0.35 for a period of 24 months from the date of issuance.

Warrant transactions and the number of share purchase warrants outstanding are as follows:

	Number of Warrants	Weighted Average Exercise Price
Outstanding, August 31, 2024	-	-
Issued	5,000,000	\$0.50
Outstanding, August 31, 2025	5,000,000	\$0.50
Issued	6,054,000	\$0.35
Outstanding, May 31, 2026	11,054,000	\$0.42

The weighted average contractual life of share purchase warrants outstanding as at May 31, 2026 is 1.36 (2025 - 1.87) years.

(d) Finders' warrants

The finders' warrants issued were accounted for at their fair value determined by the Black-Scholes option pricing model with the following weighted average assumptions:

Exercise price per share	\$0.35
Risk-free interest rate	2.66%
Expected life of warrants	2 years
Annualized volatility	317.76%
Weighted average fair value per warrant	\$0.16

The annualized volatility was based on historical weekly data of the Company. Finders' warrant transactions and the number of finders' warrants outstanding are as follows:

	Number of Finders' Warrants	Weighted Average Exercise Price
Outstanding, August 31, 2024	-	-
Issued	976,395	\$0.35
Outstanding, August 31, 2025	976,395	\$0.35
Issued	413,896	\$0.35
Outstanding, May 31, 2026	1,390,291	\$0.35

The weighted average contractual life of finders' warrants outstanding as at May 31, 2026 is 1.16 (2025 – 1.74) years.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

8. SHARE CAPITAL (continued)

(e) Stock options

On October 1, 2025, the Company granted 500,000 stock options to a director of the Company with an exercise price of \$0.40 and expiry date of October 1, 2030, which vests 25% on April 1, 2026 and 25% every six months thereafter.

On October 14, 2025, the Company granted 1,000,000 stock options to consultants of the Company with an exercise price of \$0.40 and expiry date of October 14, 2030, which vests 100% on February 14, 2026.

During the same period, the Company issued 183,000 common shares upon the exercise of stock options granted on August 4, 2023. The options were exercised at a price of \$0.15 per share, for total proceeds of \$27,450.

During the year ended August 31, 2024, the Company did not grant any stock options.

The following table summarizes information on the movement of the stock options:

	Number of Stock Options	Weighted Average Exercise Price
Outstanding, August 31, 2024	867,000	\$0.28
Exercised	(60,000)	\$0.15
Outstanding, February 28, 2025	807,000	\$0.29
Outstanding, August 31, 2025	1,727,000	\$0.30
Granted	1,500,000	\$0.40
Exercised	(183,000)	\$0.15
Expired	(35,000)	\$2.36
Cancelled	(500,000)	\$0.40
Outstanding, May 31, 2026	2,509,000	\$0.33
Exercisable, May 31, 2026	384,000	\$0.35

The weighted average contractual life of stock options outstanding as at May 31, 2026 is 5.77 (2025 - 3.26) years.

The stock options issued were accounted for at their fair value determined by the Black-Scholes option pricing model with the following weighted average assumptions:

Exercise price per share	\$0.40
Risk-free interest rate	2.72%
Expected life of warrants	5 years
Annualized volatility	263.06%
Weighted average fair value per stock option	\$0.38

The annualized volatility was based on historical weekly data of the Company.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

9. FINANCIAL INSTRUMENTS AND DIGITAL ASSETS**(a) Fair value**

The Company provides information about its financial instruments measured at fair value at one of three levels according to the relative reliability of the inputs used to estimate the fair value:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company determined that the carrying value of cash and accounts receivable approximate fair value due to relatively short period to maturity.

Digital assets are revalued using quoted prices provided by Yahoo Finance and are valued at the closing price on the last trading day of the reporting period. The Company considers this to be Level 1 fair value.

(b) Credit risk

Credit risk refers to the potential that a counterparty to a financial instrument will fail to discharge its contractual obligations. The Company manages credit risk, in respect of its cash and funds held in trust by placing its cash balances at a recognized major Canadian and US financial institutions.

Digital assets are held in a custody account at Netcoins Inc, a Canadian based, regulated cryptocurrency trading platform. The Company does not self-custody its Litecoin assets.

(c) Liquidity risk and Working Capital deficiency

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The working capital deficiency May 31, 2026 and August 31, 2025 is a measure of the liquidity risk that exists. The Company manages its liquidity risk on an ongoing basis in accordance with policies and procedures in place. Budgeting and Cash flow projections are completed and reviewed on a regular basis to ensure the Company has sufficient cash resources available to meet its financial obligations. The Company is exposed to liquidity risk in respect of its accounts payable and accrued liabilities. As at May 31, 2026 the Company has the following contractual maturities:

	Carrying amount	Contractual cash flows	FY2026	FY2027	FY2028
Accounts Payable and accrued Liabilities	\$178,721	\$178,721	\$178,721	\$nil	\$nil
	\$178,721	\$178,721	\$178,721	\$nil	\$nil

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

9. FINANCIAL INSTRUMENTS AND DIGITAL ASSETS (continued)**(d) Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in the market interest rates. The Company's exposure to interest rate risk is limited and relates only to its ability to earn interest income on cash balances held from time to time at variable rates. Changes in short term rates will not have a significant effect on the fair value of the Company's cash positions.

(e) Foreign currency risk

Currency risk relates to the risk that the fair values and future cash flows of the Company's financial instruments will fluctuate as a result of changes in foreign exchange rates. Exchange rate fluctuations will affect those parts of the Company's operations managed in USD dollars and consequently may impact the Company's financial results, and assets and liabilities denominated in USD.

(f) Digital asset pricing risk

Litecoin pricing is affected by numerous factors including international supply and demand, interest rates, inflation or deflation, and global political and economic conditions. The liquidity and profitability of the Company are directly related to the current and future pricing of Litecoin. A decline in the market price of Litecoin could have a negative impact on the Company's future operations and financial results. In addition, a lack of market liquidity could limit the Company's ability to sell Litecoin on a timely basis and at acceptable pricing levels.

10. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern. As at May 31, 2026 the Company considers capital to consist of short-term debt and all components of shareholders' equity. The Company manages its capital structure and adjusts it considering changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may issue common shares, promissory notes, dispose of assets or adjust the amount of cash on hand.

At this stage of the Company's development, and to maximize available capital, ongoing operational development efforts, the Company does not pay dividends. There were no changes to the Company's capital management approach since the year ended August 31, 2025.

LUXXFOLIO HOLDINGS INC.

Notes to the Interim Condensed Consolidated Financial Statements (unaudited)

For the three and nine months ended May 31, 2026 and 2025

(Expressed in Canadian Dollars)

11. SUBSEQUENT EVENTS

On July 20, 2026, the Company closed a non-brokered private placement through the issuance of 7,767,000 units at a price of \$0.20 per unit for gross proceeds of \$1,553,400. Each unit is comprised of one common share and one-half of one common share purchase warrant, with each whole warrant exercisable at \$0.40 per warrant share for a period of 24 months from the closing of the offering, subject to acceleration in certain circumstances. In connection with the financing, the Company paid \$95,438 in cash finder's fees and issued 477,190 finder's warrants exercisable at \$0.20 for a period of 24 months. The Company intends to use the net proceeds of the financing for general working capital and the development of its Litecoin and stablecoin projects.

SCHEDULE B

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis
for the quarter ended May 31, 2026



LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis
For the three and nine months ended May 31, 2026 and 2025

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis

For the three and nine months ended May 31, 2026 and 2025

OVERVIEW

This Management's Discussion and Analysis ("MD&A") of the financial condition and results of operation of Luxxfolio Holdings Inc. (the "Company") is for the three and nine months ended May 31, 2026 and 2025. This MD&A is dated July 30, 2026 and should be read in conjunction with the Company's unaudited interim condensed consolidated financial statements and the accompanying notes for the three and nine months ended May 31, 2026 and 2025, which are available on SEDAR at www.sedarplus.ca. Together with the consolidated financial statements and the related notes, this MD&A has been prepared by the management of the Company in accordance with the requirements of National Instrument 51-102 and the International Financial Reporting Standards ("IFRS") as at the date of this MD&A. All dollar amounts are expressed in Canadian dollars ("CAD") unless otherwise stated.

Unless otherwise indicated, the Company's significant accounting policies and estimates, contractual obligations, commitments, contingencies, and business risks and uncertainties, as described in its unaudited interim condensed consolidated financial statements for the three and nine months ended May 31, 2026 and 2025, remain unchanged. In the opinion of management, all adjustments considered necessary for a fair presentation have been included. The results presented in the MD&A are not necessarily indicative of the results that may be expected for any future period.

FORWARD-LOOKING STATEMENTS

This MD&A contains certain "forward-looking statements" and "forward looking information" (collectively, "forward-looking information") within the meaning of Canadian securities laws. This forward-looking information relates to future events or future performance and reflect management's expectations regarding Company's growth, results of operations, performance and business prospects and opportunities. Such forward-looking statements reflect management's current beliefs and are based on information currently available to management. In some cases, forward-looking information can be identified by terminology such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "estimate", "predict", "potential", "continue", "target" or the negative of these terms or other comparable terminology.

Forward-looking information in this MD&A includes, but is not limited to:

- Raising capital, and the use of funds
- Business opportunities for the Company
- Future sales and cash flows of the Company

The risk factors described in this MD&A are not necessarily all the important factors that could cause actual results to differ materially from those expressed in the Company's forward-looking information.

In addition, any forward-looking information represents the Company's estimates only as of the date of this MD&A and should not be relied upon as representing the Company's estimates as of any subsequent date. The material factors and assumptions that were applied in making the forward-looking information in this MD&A include: (a) execution of the Company's existing business plans and growth strategy which may change due to changes in the market place, the views of management, or if new information arises which makes it prudent to change such business plans and growth strategy; and (b) the accuracy of current research results and the interpretation thereof, since new information or new interpretation of existing information may result in changes in the Company's expectations.

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis

For the three and nine months ended May 31, 2026 and 2025

Forward-looking information is based on several assumptions that may prove to be incorrect including but not limited to assumptions about:

- the ability to establish market presence and establish relationships;
- the impact of competition;
- the ability to obtain and maintain existing financing on acceptable terms;
- the ability to acquire a significant market position within a cryptocurrency market;
- currency, exchange, and interest rates;
- pricing and volatility risks of Cryptocurrency;
- the availability of financing opportunities;
- economic conditions;
- the retention of management, and avoidance of conflicts of interest; and
- the progress and success of strategic business Growth.

The preceding list is not exhaustive of all possible factors. All factors should be considered carefully when making decisions with respect to the Company.

Readers should not place undue reliance on the Company's forward-looking information, as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking information if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that such forward-looking information will materialize. The Company does not undertake to update any forward-looking information, except as, and to the extent required by, applicable securities laws. For a description of material factors that could cause the Company's actual results to differ materially from the forward-looking information in this MD&A, see "Risks and Uncertainties".

While the Company considers these assumptions may be reasonable based on information currently available to it, these assumptions may prove to be incorrect. Actual results may vary from such forward-looking information for a variety of reasons, including but not limited to risks and uncertainties disclosed in sections titled "Risks and Uncertainties".

DESCRIPTION OF BUSINESS

Luxxfolio Holdings Inc. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on October 10, 2017. The Company's common shares trade on the Canadian Securities Exchange ("CSE") under the symbol "LUXX" and on the OTCQB under "LUXFF." The head office and registered business address is 417 – 1080 Mainland Street, Vancouver, British Columbia.

On March 21, 2025, the Company completed a share consolidation on a 10:1 basis. All outstanding common shares, stock options, warrants and finder's warrants were adjusted on the same 1-for-10 basis, including a corresponding adjustment to their exercise prices.

The Company is focused on building a vertically integrated platform to support the Litecoin ecosystem, with operations spanning digital asset treasury management, on-chain infrastructure development, clean-energy mining, and yield-generating deployment. Luxxfolio's strategy centers on advancing real-world crypto utility—particularly for payments and decentralized applications—through four interrelated pillars:

1. Litecoin Treasury & Yield Strategy:

As at May 31, 2026, the Company holds 20,987 Litecoin (LTC) to date through the usage of proceeds from two private placements totaling \$3.66 million. This treasury forms the foundation of a capital preservation and yield-generation strategy that is transparent, self-custodied, and benchmarked on a LTC-per-share basis.

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis

For the three and nine months ended May 31, 2026 and 2025

2. Infrastructure Development:

Luxxfolio is actively deploying and supporting on-chain infrastructure within the Litecoin ecosystem, including:

- Operation of a dedicated Litecoin full node
- Support for ZK-rollups, emerging smart contracts, and Layer 2 scaling solutions
- Design of stablecoin-powered merchant processing and wallet/self-custody tools; and
- Deployment of cbLTC (wrapped Litecoin) into decentralized liquidity protocols for organic, on-chain yield.

3. Litecoin Mining:

The Company is evaluating the reactivation and optimization of its digital asset mining operations, with a focus on Litecoin and merge-mined Dogecoin. The goal is to source clean or renewable energy to produce native Litecoin that can both support the treasury strategy and serve as operational collateral for future service layers. Management views mining as a foundational component of decentralized infrastructure and a potential source of direct LTC-denominated revenue.

4. Leadership & Ecosystem Alignment:

In June 2025, the Company announced the appointment of Charlie Lee (creator of Litecoin) and David Schwartz (Litecoin Foundation) to its Advisory Board, marking a deep strategic alignment with Litecoin's long-term vision. The Company's management team and Board were also strengthened with the appointments of Tomek Antoniuk (CEO) and Geoffrey Balderson (CFO and Director) during the restructuring.

The timing and extent of execution will depend on available working capital, digital asset market conditions, regulatory developments and access to additional financing. The Company's continued existence remains dependent on its ability to raise additional capital and to realize revenue growth and positive operating cash flows from future infrastructure and service offerings. Failure to obtain sufficient funding or to commercialize planned initiatives on acceptable timelines could adversely affect the Company's financial position and its ability to continue as a going concern.

OVERALL PERFORMANCE

The Company generated no revenues during three and nine months ended May 31, 2026 and 2025, as legacy operating activities had been fully shut down during the restructuring phase. The operating focus in and immediately following the period shifted to capital structure realignment, leadership transition, liquidity restoration and the initiation of a Litecoin-centric infrastructure and treasury strategy.

As at the date of this MD&A, the Company has:

- Maintained its capital structure following the previously completed 10-for-1 share consolidation, with no additional share consolidations completed during the period;
- Continued to hold digital asset treasury positions, including Litecoin and USDC, through a combination of custodial accounts and Company-controlled self-custody wallets;
- Incurred operating and administrative expenditures to support ongoing corporate activities and regulatory compliance.

DISCUSSION OF OPERATIONS***Non-brokered private placements***

On March 4, 2025, the Company announced its intention to affect a share consolidation on a 1-for-10 basis, and a new financing for the issuance of up to 8 million common shares at a post consolidation price of \$0.15 per share for proceeds of up to \$1,200,000, before expenses related to the new issue. The proceeds will be used for the previously announced cryptocurrency strategy and for general working capital requirements. The offering closed on March 25, 2025, resulting in gross proceeds of \$1,163,755 through the issuance of 7,758,367 common shares. finder's fees of \$64,558 were paid and 406,119 finder's warrants were issued to arm's length parties. These warrants are exercisable for 24 months at \$0.15 per common share. All securities issued in connection with the non-brokered private placement are subject to a four-month and one day hold period in accordance with applicable securities laws.

On July 14, 2025, the Company announced the closing of its second non-brokered private placement (the "Offering") for gross proceeds of \$2,500,000 through the issuance of 10,000,000 units at \$0.25 per unit. Each unit comprises one common share and one-half of one common share purchase warrant (each whole warrant, a "Warrant"). Each whole Warrant is exercisable to purchase one additional common share at \$0.50 for 24 months from closing, subject to an accelerated expiry provision whereby the Company may accelerate the expiry date if its common shares close at or above \$0.60 on the CSE for 10 consecutive trading days and the prescribed acceleration notice is provided. The Company paid \$142,569 in finder's fees and issued 570,276 finder's warrants on the same terms. Net proceeds are intended for general working capital and advancement of the Company's Litecoin and stablecoin infrastructure initiatives.

On December 9, 2025, the Company closed the first tranche of a non-brokered private placement for 4,624,000 units at a price of \$0.17 per unit for gross proceeds of \$786,080. Each unit is comprised of one common share and one share purchase warrant, with each warrant exercisable at \$0.35 for a period of 24 months from the date of issuance. In connection with the financing, the Company paid finder's fees of \$53,345 in cash and issued 313,796 brokers' warrants. Each broker's warrant is exercisable at a price of \$0.35 for a period of 24 months from the date of issuance.

On January 30, 2026, the Company closed the second and final tranche of the private placement for 1,430,000 units at a price of \$0.17 per unit for gross proceeds of \$243,100. In total, the Company raised aggregate gross proceeds of \$1,029,180 and issued 6,054,000 units under the financing. Each unit is comprised of one common share and one share purchase warrant, with each warrant exercisable at \$0.35 for a period of 24 months from the date of issuance. In connection with the second tranche, the Company paid \$17,017 in cash finder's fees and issued 100,100 brokers' warrants. Each broker's warrant is exercisable at a price of \$0.35 for a period of 24 months from the date of issuance.

Bridge Loan Facility

On January 13, 2025, Luxxfolio entered into a bridge loan facility with Cypress Hills Partners Inc. ("Cypress Hills") in the amount of \$35,000, bearing an annual interest rate of 14% for a term of 90 days. The proceeds of the loan shall be used for expenses related to the completion and filing of the Company's audited Annual Consolidated Financial Statements and the accompanying Management Discussion and Analysis in the amount of \$25,000, as well as other administrative and regulatory filing expenses of \$10,000, subject to the approval of Cypress Hills.

The loan is secured by a general security agreement on all present and after-acquired property of the Company. Repayment shall be due on the earliest of the following: 90 days from the date of the loan facility agreement, the date on which the Company completes a private placement with proceeds of at least \$75,000, or the date on which Cypress Hills demands repayment following the occurrence of an event of default. Cypress Hills retains the sole discretion to extend the maturity date.

LUXXFOLIO HOLDINGS INC.**Management's Discussion & Analysis****For the three and nine months ended May 31, 2026 and 2025**

On March 26, 2025, the Company fully repaid the short-term loan of \$35,000 provided by Cypress Hills, including interest of \$831 and loan commitment fees of \$1,000. The related general security agreement was discharged.

Stock Option Issuance

On October 14, 2025, the Company granted 1,000,000 stock options to consultants of the Company with an exercise price of \$0.40 and expiry date of October 14, 2030, which vests 100% on February 14, 2026.

On October 1, 2025, the Company granted 500,000 stock options to a director of the Company with an exercise price of \$0.40 and expiry date of October 1, 2030, which vests 25% on April 1, 2026 and 25% every six months thereafter.

During the same period, the Company issued 183,000 common shares upon the exercise of stock options granted on August 4, 2023. The options were exercised at a price of \$0.15 per share, for total proceeds of \$27,450. Also during the period, 500,000 stock options with an exercise price of \$0.40 were cancelled and 35,000 stock options expired unexercised, leaving 2,509,000 stock options outstanding at May 31, 2026, of which 384,000 were exercisable.

On June 24, 2025, the Company announced the granting of 1,500,000 incentive stock options to officers and consultants of the Company, 800,000 exercisable at a price of \$0.25 per common share expiring June 24, 2035 (the "Options") and 700,000 exercisable at a price of \$0.25 per common share, expiring June 24, 2030 (the "Additional Options"). The exercise of the Additional Options will be subject to approval by the shareholders of the Company of an updated incentive equity compensation plan allowing for the grant of such number of awards as may be adequate to allow for the grant of the Additional Options. Both the Options and the Additional Options shall vest 25% on each of the three, six, nine and twelve-month anniversaries of the grant date.

Director and Executive Movements

On June 7, 2023, Ken MacLean, director, and Chief Executive Officer and Kien Tran, director and Chief Operating Officer, resigned from their positions as directors and officers of the Company. On July 28, 2023, Geoffrey McCord CPA, CA was appointed interim Chief Executive Officer of the Company.

On August 4, 2023, the Company announced that Rodney Stevens and Jason Cihelka were appointed to the Board. Mr. Stevens was appointed as an independent director.

On October 3, 2025, the Company announced that Jason Cihelka had resigned his position as a director. Anthony Wong was appointed to the Board.

The Company announced the appointment of Tomek Antoniuk as Chief Executive Officer and director on March 25, 2025 and the resignation of Rodney Stevens as director. Also on that date, Geoffrey McCord resigned his position as Interim Chief Executive Officer and on July 17, 2025 resigned his position as Chief Financial Officer and director. Also on July 17, Geoffrey Balderson was appointed Chief Financial Officer and director.

On August 22, 2025, the Company appointed Zayn Kalyan as Executive Chairman of the Board.

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis

For the three and nine months ended May 31, 2026 and 2025

ANALYSIS OF FINANCIAL PERFORMANCE

	For the three months ended May 31, 2026	For the three months ended May 31, 2025	For the nine months ended May 31, 2026	For the nine months ended May 31, 2025
Operating expenses				
Advertising	6,422	2,535	73,480	2,535
Consulting	63,625	79,000	227,789	84,100
Depreciation	26,373	-	30,573	-
Digital asset mining costs	-	-	5,109	-
General and administration	12,732	36,394	34,554	42,573
Professional fees	29,660	12,475	184,507	12,475
Share-based compensation	75,283	81,746	747,338	81,746
Transfer agent and	4,961	-	18,840	-
Travel	-	5,651	1,050	5,651
Total operating expenses	(219,056)	(217,801)	(1,323,240)	(229,080)
Other income and expenses				
Other income	9	-	60	-
Total other income and expenses	9	-	60	-
Net loss	(219,047)	(217,801)	(1,323,180)	(229,080)
Other comprehensive income (loss)				
Revaluation loss on digital assets	(45,988)	(50,279)	(1,612,099)	(50,295)
	(45,988)	(50,279)	(1,612,099)	(50,295)
Comprehensive loss	(265,035)	(268,080)	(2,935,279)	(279,375)
Basic and diluted net loss per	(0.01)	(0.02)	(0.04)	(0.02)
Weighted average number of shares outstanding:				
Basic and diluted	33,167,164	14,517,625	30,671,992	10,637,767

For the three months ended May 31, 2026

The Company had no revenues during the three months ended May 31, 2026 and 2025. The Company incurred a net loss of \$219,047 for the three months ended May 31, 2026, primarily comprised of share-based compensation of \$75,283, consulting fees of \$63,625, professional fees of \$29,660, depreciation of \$26,373, general and administrative expenses of \$12,732, advertising expenses of \$6,422, and transfer agent and filing fees of \$4,961.

LUXXFOLIO HOLDINGS INC.

Management's Discussion & Analysis

For the three and nine months ended May 31, 2026 and 2025

For the nine months ended May 31, 2026

The Company had no revenues during the nine months ended May 31, 2026. The Company incurred a net loss of \$1,323,180 for the nine months ended May 31, 2026, primarily comprised of share-based compensation of \$747,338, consulting fees of \$227,789, professional fees of \$184,507, advertising expenses of \$73,480, general and administrative expenses of \$34,554, depreciation of \$30,573, transfer agent and filing fees of \$18,840, digital asset mining costs of \$5,109, and travel expenses of \$1,050.

ANALYSIS OF CASH FLOWS*(For the nine months ended)*

	May 31, 2026	May 31, 2025
Net cash provided by (used in)		
Operating activities	\$ (511,594)	\$ (284,591)
Investing activities	(464,889)	(700,000)
Financing activities	986,267	1,123,197
Inflow (outflow) of cash	\$ 9,784	\$ 138,606

Operating Activities

The Company incurred a net loss of \$1,323,180 for the nine months ended May 31, 2026 (2025 – \$229,080). Cash used in operating activities during the nine months ended May 31, 2026 amounted to \$511,594 (2025 – \$284,591).

The variance between net loss and cash used in operating activities is primarily due to non-cash items including share-based compensation of \$747,338 and depreciation of \$30,573, as well as changes in working capital, including a decrease in accounts receivable of \$50,114, an increase in prepaid expenses of \$43,788, and an increase in accounts payable and accrued liabilities of \$27,349.

Investing Activities

Cash used in investing activities for the nine months ended May 31, 2026 amounted to \$464,889 (2025 – \$700,000), primarily related to the purchase of intangible assets of \$196,110 and equipment of \$268,779. Investing activities during the nine months ended May 31, 2025 consisted of the purchase of digital assets of \$700,000.

Financing Activities

Cash provided by financing activities for the nine months ended May 31, 2026 amounted to \$986,267 (2025 – \$1,123,197). This was primarily driven by proceeds from private placements of \$958,817 and proceeds from the exercise of stock options of \$27,450. In the comparative period, financing activities consisted of net proceeds from a private placement of \$1,099,197 and proceeds from the exercise of stock options of \$24,000.

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ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The Company realized a net loss of \$1,323,180 during the nine months ended May 31, 2026 (2025 – \$229,080). The following is a breakdown of the material costs incurred:

- (a) Advertising expenses – \$73,480 (2025 - \$2,535) related to cost for public relations and marketing of the Company's asset portfolio and business endeavors;
- (b) General and administration expenses – \$34,554 (2025 - \$42,573), representing costs associated with regulatory filing, investor relations, and administration of the Company;
- (c) Consulting expenses – \$227,789 (2025 - \$84,100), relating to fees paid to certain officers of the Company for key management functions, consultations with business advisers, and fees paid for back-office management services and financial reporting functions;
- (d) Travel expenses - \$1,050 (2025 - \$5,651), relating to the travel and attendance of the Litecoin conference;
- (e) Professional fees - \$184,507 (2025 - \$12,475), relating to corporate governance services and tax filings;
- (f) Share-based payments - \$747,338 (2025 - \$81,746), relating to the issuance of stock options;
- (g) Revaluation loss on digital assets - \$1,612,099 (2025 - \$50,295), relating to the mark-to-market loss of Litecoin; and
- (h) Digital asset mining costs - \$5,109 (2025 - \$nil), relating to costs incurred to operate the Company's Litecoin mining infrastructure.

LIQUIDITY AND CAPITAL RESOURCES

The Company manages its capital to maintain its ability to continue as a going concern, with a long-term view of providing returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of cash, digital assets and all components of shareholders' equity, comprised of issued common shares, contributed surplus, accumulated other comprehensive income (loss) and deficit. The Company manages its capital structure and adjusts it considering economic conditions and financial needs. Upon approval from its Board, the Company will balance its overall capital structure through issuance of securities or by undertaking other activities as deemed appropriate under the specific circumstances.

Working Capital

For the nine months ended May 31, 2026 and 2025, the Company realized a net loss of \$1,323,180 (2025 - \$229,080). As at May 31, 2026, the Company had a working capital deficiency of \$59,063 (August 31, 2025 – working capital deficiency of \$35,173) and an accumulated deficit of \$27,193,304 (August 31, 2025 - \$26,136,260). In assessing whether the going concern assumption is appropriate, management considers all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

Requirement of Additional Debt and Equity Financing

There is no certainty that debt or equity financings will be available at the times and in the amounts required to fund the Company's activities. These unaudited interim financial statements do not include any adjustments that might result from these uncertainties.

No dividends have been paid by the Company to date. The Company anticipates that it will not be in a position to pay dividends for the foreseeable future, as it will retain cash resources for the operation and development of its

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business. Payment of any future dividends will be at the discretion of the Board after considering many factors, including the Company's financial condition and current and anticipated cash needs. The Company is not subject to any externally imposed capital requirement as at the date of this MD&A.

OFF-BALANCE SHEET ARRANGEMENTS

There are no material off-balance sheet arrangements being pursued or negotiated by the Company as at the date of this MD&A.

RELATED PARTY TRANSACTIONS

Related party transactions are in the normal course of operations and measured at the exchange amount, which is the amount of consideration established and agreed by the related parties.

Key Management Compensation

Key management includes directors (executive and non-executive) and officers of the Company. The amounts due to related parties are for amounts due to directors and officers. The balances are unsecured, non-interest bearing and have no specific terms for repayment.

During the nine months ended May 31, 2026 and 2025, the Company entered into following transactions with related parties:

	For the nine months ended May 31, 2026	For the nine months ended May 31, 2025
Consulting fees	\$ 80,594	\$ 5,100
Professional fees	27,000	-
Share-based compensation	73,735	-
	\$ 181,329	\$ 5,100

As at May 31, 2026 the Company had outstanding amounts payable to officers and directors of the Company in the amount of \$2,362 (May 31, 2025 - \$Nil) for outstanding consulting fees. The balances are unsecured, non-interest bearing, and have no specific terms of repayment.

SUBSEQUENT EVENTS

On July 20, 2026, the Company closed a non-brokered private placement through the issuance of 7,767,000 units at a price of \$0.20 per unit for gross proceeds of \$1,553,400. Each unit is comprised of one common share and one-half of one common share purchase warrant, with each whole warrant exercisable at \$0.40 per warrant share for a period of 24 months from the closing of the offering, subject to acceleration in certain circumstances. In connection with the financing, the Company paid \$95,438 in cash finder's fees and issued 477,190 finder's warrants exercisable at \$0.20 for a period of 24 months. The Company intends to use the net proceeds of the financing for general working capital and the development of its Litecoin and stablecoin projects.

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OUTSTANDING SHARE DATA

Below is the summary of the Company's outstanding share data as at May 31, 2026 and the report date:

	As at	
	May 31, 2026	Date of MD&A
Common shares – issued and outstanding	33,167,164	40,934,164
Stock options	2,509,000	2,509,000
Warrants	11,054,000	14,937,500
Finder's warrants	1,390,291	1,867,481
Common shares – fully diluted	48,120,455	60,248,145

CONTROLS AND PROCEDURES

In connection with National Instrument 52-109 Certificate of Disclosure in Issuers' Annual and Interim Filings, the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim condensed consolidated financial statements and the accompanying MD&A for the nine months ended May 31, 2026 and 2025.

CRYPTOCURRENCY AND CYBERSECURITY RISKS

The Company has announced its strategy to engage in cryptocurrency, which will include Litecoin. The following risks will be relevant to operating in the cryptocurrency industry.

Digital Asset Pricing Risk

Cryptocurrency pricing is affected by numerous factors, including international supply and demand, interest rates, inflation or deflation, macroeconomic conditions, and regulatory developments. The profitability and financial condition of the Company is directly related to the market price of Litecoin (LTC). A decline in the price of LTC could have a material adverse effect on the Company's treasury strategy, operations, and asset valuations. Additionally, limited liquidity during market stress could impair the Company's ability to convert LTC to fiat on acceptable terms.

Security Breach Risk

Security breaches involving digital wallets, key management infrastructure, smart contracts, or DeFi protocols could lead to significant losses of Litecoin or LTC. Threats include unauthorized access to wallets, phishing, malware, and vulnerabilities in third-party protocols used for yield generation. The Company mitigates these risks through self-custody and controlled deployment but recognizes that cyber threats evolve continuously.

Technology Risk

Litecoin is based on the Script proof-of-work algorithm and shares certain technical risks with other public blockchains. Any bugs or exploits in the Litecoin Core software, mining protocols, or future Layer 2 extensions (e.g., ZK-rollups) could expose the Company to operational or financial risk. The Company remains exposed to risk from technological forks, client incompatibilities, or community disputes affecting protocol continuity.

Halving Risk

Litecoin undergoes a protocol-defined block reward halving every four years, most recently in August 2023. These events reduce mining incentives by 50%, potentially impacting miner economics and network security. While halvings can be bullish over long cycles, they introduce short-term volatility and have historically influenced supply/demand dynamics in unpredictable ways.

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Market Adoption and Fee Risk

Although Litecoin is one of the most widely transacted cryptocurrencies globally and maintains strong adoption via payment processors like BitPay, it is still subject to speculative dominance over real-world usage. If adoption does not grow, or if competitors offer lower-fee, faster alternatives, demand for Litecoin may stagnate. Conversely, a significant rise in transaction fees could diminish its comparative advantage in low-cost payments.

Volatility Risk

Litecoin's price is historically volatile. Sudden changes in market sentiment, regulatory events, or large market movements can materially affect the value of the Company's assets and the stability of any LTC-linked revenue models or financial metrics.

Regulatory Risk

Although Litecoin is generally considered a commodity under U.S. guidance, evolving regulatory scrutiny of self-custody, DeFi participation, and stablecoin integrations could impact Luxxfolio's infrastructure operations and treasury deployment strategy. Regulatory actions could restrict access to liquidity, impose compliance costs, or limit the Company's ability to commercialize its infrastructure offerings.

Cryptocurrency Market Adoption

Currently, there is relatively small use of Litecoin in the retail and commercial marketplace in comparison to the relatively larger use by speculators and investors. This uneven growth will contribute to volatility in pricing and could adversely affect an investment in the Company's shares. Further, if fees increase for recording transactions on the Blockchain, demand for Litecoin may be reduced and contribute to slowing growth of the Litecoin Network to retail and commercial enterprises resulting in market limitations and associated Litecoin demand and valuation challenges.

OTHER RISKS AND UNCERTAINTIES**Credit risk**

Credit risk refers to the potential that a counterparty to a financial instrument will fail to discharge its contractual obligations. The Company manages credit risk, in respect of its cash and funds held in trust by placing its cash balances at a recognized major Canadian financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk on an ongoing basis in accordance with policies and procedures in place. Budgeting and Cash flow projections are completed and reviewed on a regular basis to ensure the Company has sufficient cash resources available to meet its financial obligations. The Company is exposed to liquidity risk in respect of its accounts payable and accrued liabilities.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in the market interest rates. The Company's exposure to interest rate risk is limited and relates only to its ability to earn interest income on cash balances held from time to time at variable rates. Changes in short term rates will not have a significant effect on the fair value of the Company's cash positions.

No Profits to Date

The Company has not made any profits since its incorporation. The Company's future profitability depends upon its ability to refinance and/or restructure its business operations.

Limited Operating History

The Company has a limited operating history and has only recently recommenced digital asset mining operations, which have not yet generated revenue. The Company and its business prospects must be evaluated in light of the risks, expenses and challenges frequently encountered by companies in the early stages of development, particularly those operating in new and rapidly evolving markets such as Litecoin mining, digital asset infrastructure and blockchain technology. There can be no assurance that the Company will successfully implement its business strategy, achieve its stated objectives, or operate profitably.

Additional Requirements for Capital

Substantial additional financing is required if the Company is to successfully develop its business. No assurances can be given that the Company will be able to raise the additional capital that it may require for its anticipated future development. Any additional equity financing may be dilutive to investors and debt financing, if available, may involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company, if at all. If the Company is unable to obtain additional financing as needed, its continued existence will likely cease.

Regulatory Risks

Changes in, or more aggressive enforcement of, laws and regulations could adversely impact the Company's business. Failure to obtain, or delays in obtaining, required approvals, permits or regulatory clearances could have a materially adverse effect on the Company's financial condition and results of operations. Furthermore, changes in government, legislation, regulations, policies or regulatory practices could adversely affect the Company's future cash flows, earnings, results of operations and financial condition.

Regulatory authorities may impose restrictions on, or prohibit, the ownership, use, transfer or mining of Litecoin or other digital assets, or the operation of related digital-asset infrastructure. Such actions could adversely affect the Company's ability to implement its business strategy, including any planned mining activities, digital-asset treasury strategies or blockchain-based initiatives, and could result in the loss of all or part of the Company's investments or the imposition of regulatory enforcement actions, fines or penalties.

Litigation

The Company may become involved in litigation that may materially adversely affect either company or both companies. From time to time in the ordinary course of the Company's business, it may become involved in various legal proceedings. Such matters can be time-consuming, divert management's attention and resources and cause the Company to incur significant expenses. Furthermore, because litigation is inherently unpredictable, the results of any such actions may have a material adverse effect on the Company's business, operating results, or financial condition.

Conflicts of interest

The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interests, which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his or her interest and abstain from voting on such matter. Conflicts, if any, will be subject to the procedures and remedies as provided under the BCBCA.

To the best of the Company's knowledge, and other than disclosed herein and in the Company's annual audited financial statements, there are no known existing or potential conflicts of interest between the Company and its directors and officers except that certain of the directors and officers may serve as directors and/or officers of other companies, and therefore it is possible that a conflict may arise between their duties to the Company and their duties as a director or officer of such other companies.

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Currency risk

Currency risk relates to the risk that the fair values and future cash flows of the Company's financial instruments will fluctuate as a result of changes in foreign exchange rates. Exchange rate fluctuations will affect those parts of the Company's operations managed in USD dollars and consequently may impact the Company's financial results.

Other Information

Additional information regarding the Company is available on SEDAR+ at www.sedarplus.ca.