



MAGNETIC NORTH
ACQUISITION CORP



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March 2025

“Capital alone does not solve business problems – People do.”



History

M

Since 2013, MagneticNorth Acquisition Corp. (“Magnetic North”) has been in the business of actively working with companies that have various needs, including capital and management.

N

Our expertise is finding and improving companies that are close to cash flow positive, lacking some management capability and have growth potential. By applying our depth of knowledge, management expertise, and capital we enhance the value of each company.

A

Magnetic North extends beyond just evaluating deal flow. Our process includes an intimate understanding of the opportunities for the potential investee companies prior to any commitment of capital.

C

Magnetic North (TSXV: MNC) Common Shares and Series A Preferred Shares (TSXV: MNC.PR.A) are listed on the TSXV.





MAGNETIC NORTH
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Our Business

Magnetic North – A Unique Opportunity

M

Invest in private businesses with **solid business models** that can generate **exceptional returns** with calculated risk

N

Invest in **high-growth opportunities** that provide **significant "torque"** in cash flow **growth**

A

Experienced management team that is **deeply involved** in portfolio companies, creating value and **identifying hidden opportunities**

C

Focused Management Team that is **heavily invested** in Magnetic North and aligned with investors



Magnetic North – Investment Strategy

M

Investing in/or acquiring companies that:

- Show potential to build value
- Require capital to accelerate growth
- Have a clear path to generate positive cash flow
- Require management and board expertise
- Have multiple exit opportunities, either through public listing, merger or sale

N

A

C





**MNAC's
Business
Model**



Magnetic North – Business Model

MNAC is focused on applying an organic VC/PE model by:

- Providing a team of professionals highly experienced in
 - Finance
 - Marketing and Communications
 - Operations
 - Strategy
- Concentrating on select deals that meet MNAC's investment strategy
- Reducing risk through diversified portfolio holdings and strong leadership teams
- MNAC participates through ownership rather than performance fees and premature exits
- Applying a combination of capital AND management expertise





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Equity Structure

Market Capitalization

- Magnetic North has:
 - 59.05 mm Common Shares
 - 1.8 mm Series A Preferred Shares
- Both the Common and Preferred shares trade on the TSXV.
 - Common Shares under the symbol MNC
 - Series A Preferred Shares under the symbol MNC.PR.A



Structure

- Magnetic's Preferred Share structure provides investors with:
 - Senior Position in the capital of the company
 - Series A Preferred Shares Rank FIRST
 - Paid out before common shareholders
 - Anticipate providing a regular dividend as operations become profitable
 - Special Dividends as investments are monetized
 - Preferred shareholders receive 50% of the capital gain on any investment sold
 - Public listing provides an exit for investors



Equity Structure

Preferred A Shares

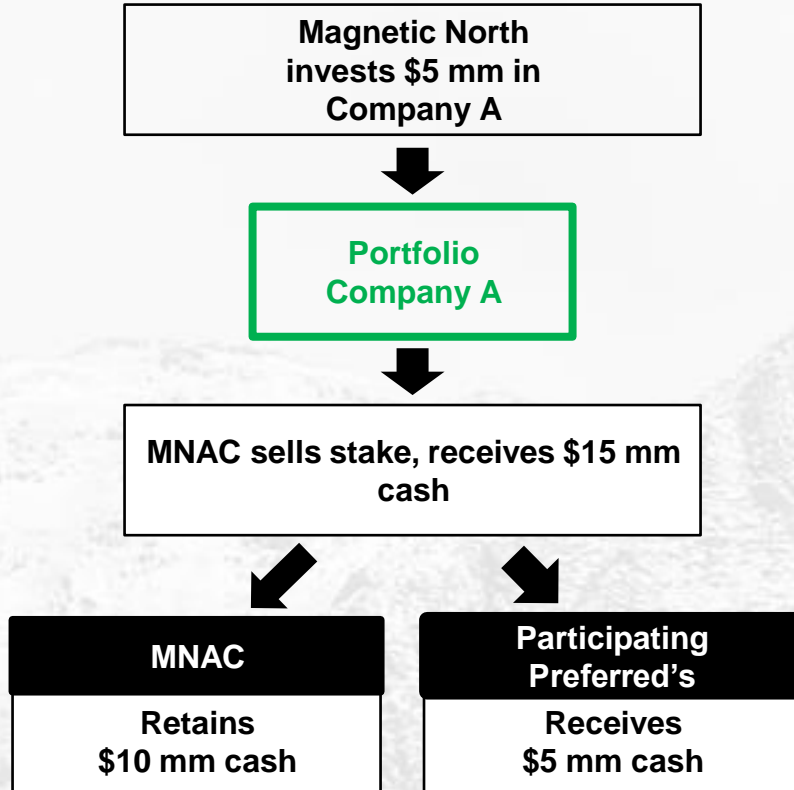
- Senior most security in the Company
 - Principal (face value) ranks first in any liquidation or wind up which provides some protection for investors
 - Non-Voting
- Preferred Shares are redeemable in 2026
- Three streams of income for investors
 - Special dividends provided from 50% of capital gain from the sale of equity investment portfolio
- RRSP and TFSA eligible

Common Shares

- Common shares rank behind Preferred shares in all cases
- Capital will be retained in the Company to fund future projects, and operations.
- Special dividends may be paid at some point in the future
- RRSP and TFSA eligible



Participating Preferred – Illustrative Example



1. Magnetic North Acquisition Corp. (“MNAC”) invests \$5 mm into Portfolio Company A
2. MNAC sells all of its shares of Portfolio Company A for \$15 mm cash
 - \$15 mm sale price less the \$5 mm initial investment means an investment profit of \$10 mm
 - 50% of the investment profit equates to \$5 mm
3. MNAC distributes \$5 mm of investment profit to Participating Preferred Shareholders and retains \$10 mm (for benefit of MNAC shareholders)
 - Given there are 1.8 million Participating Preferred Shares outstanding, each Preferred would receive approximately \$2.78 of special distributions





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Board of Directors

Magnetic North Board of Directors

Ian Wild

Executive Chairman

- Former Executive VP at ATB Corporate Financial Services.
- Experience in banking spans over 30 years; began working for National Westminster Bank Ltd. in the U.K., and after immigrating to Canada began working for Continental Bank of Canada (now HSBC), and RBC.

Jeff Davison

Director

- From 2000-2009 held various exploration and communication roles at Canadian Natural, and from 2009-2012 was VP of Marketing & Communications at Poynt Corp.
- Mr. Davison successfully unified the brand globally to grow the Poynt local search application from 80,000 users to over 24 million users.



Magnetic North Board of Directors

Shahid Qureshi

Director

- Mr. Qureshi has over 25 years of experience in finance, cyber security, governance, and risk management.
- He is CPA, CMA, CISA and a Masters Degree in Economics.
- Has served on a variety of Boards of Directors and has worked across north America, Asia, Africa and Europe.

Trent Larson

Director

- Mr. Larson has served as CEO and Managing Director with leading international organizations.
- He is a recognized digital pioneer, author of various thought leadership papers and has been an advisor to the European Commission on digital policy.



Magnetic North Board of Directors

Andrew Osis
Co-CEO & Director

- 20+ years of experience working in investment banking and commercial operations.
- Formerly VP, Global Banking with RBC Dominion Securities; also held positions with Peters & Co. and Newcrest Capital focusing on mergers and acquisitions, and equity/debt financings. Completed over \$25 Billion in transactions.
- Experienced CEO, CFO and Director

Kevin Spall
Co-CEO & Director

- Over 20 years of experience in corporate finance, M&A, and business development.
- Former Investment Banker at Yorkton Securities from 2000-2004; Head of Investment Banking & Managing Director at Versant Partners Inc. from 2004-2008; Head of Diversified Industries Investment Banking at Blackmont Capital Inc. 2008-2010. Completed over \$7.5 Billion in transactions.





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Investee updates

Portfolio Overview

- Magnetic North has a portfolio of companies with solid business plans; on receiving the capital to fully implement these business plans, they are poised for impressive growth .

Company	---->	Previcare	CXTL Recycling Canada Corp	Other Investments
Sectors	---->	sanitization, bio, clean tech	plastic and e- waste recycling	manufacturing, technology, media, life sciences
MNAC Ownership	---->	32%	50%	various





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CXTL RECYCLING

CXTL Recycling Canada Corp - Introduction



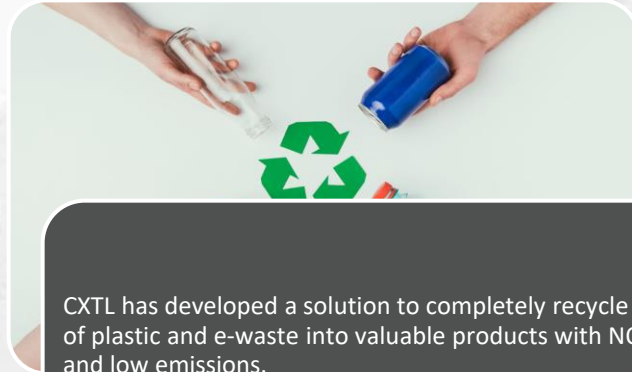
CXTL was co-founded by Magnetic to play a vital role in a national and global circular economy, using a proprietary technology that safely and sustainably recycles plastics – profitably.



Over 90 per cent of plastics end up incinerated or in landfills, lakes, parks and oceans where they contaminate ecosystems, kill wildlife and leach toxic chemicals.

In 2022, the world produced a record 62 million tons of e-waste, which was an 82% increase from 2010. This is expected to increase by another 32% by 2030 creating 74 million tons (UN Global e-waste Monitor 2022).

Voluntary initiatives aren't enough. Making new plastics from fossil resources is cheap, the costs of collecting and recycling plastics is high.



CXTL has developed a solution to completely recycle all types of plastic and e-waste into valuable products with NO WASTE and low emissions.

Plastic is broken down into methane condensate and carbon black.

E-waste is broken down and processed for the plastics, gold, silver, copper, aluminum, tin, zinc and other metals.



CXTL Opportunity

Next Steps:

- Reset the business plan for 2025 with a scale-up program to recapitalize the company and technology initiatives





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PREVICARE

Previcare

Previcare began, prior to COVID, focused on the PPE market by servicing the needs of one of the largest religious organizations in the world and that organization's immense network of healthcare facilities.

During COVID, it became apparent that this client had additional needs in order to provide adequate care at its facilities, particularly in underdeveloped countries – consistent power.

Previcare is in the initial stages of developing a new business plan to meet the needs of the client and other potential customers related to residential, church, school and healthcare facilities, specifically to provide Battery Energy Storage Systems (“BESS”). This potential BESS business opportunity is dependent on Previcare receiving sufficient initial capital to implement this business plan.

PREVICARETM





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WHITE QUARTZ MINE

Mining Assets

- Inherited assets from Black Bull Resources (predecessor company to MMAC)
- Mining Licenses in Nova Scotia
- Prior Reserve report showed total measured and indicated resource of:
 - 12.1 million tonnes of Quartz
 - 4.8 million tonnes of Kaolin
- Preparing to either reorganize the assets and find a path to monetization





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Other Investments

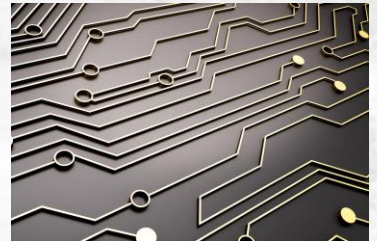
Other Potential Investments

- Foamtech

- Aluminum casting technology resistant to shock and major impact with exceptional durability
- \$1.0M CAD = acquisition of controlling share
- Multiple applications: military + defence, construction, aerospace, etc

- Advanced Cybersecurity

- Innovative solutions to Cybersecurity and Encryption
- Patents pending





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