APPIA RARE EARTHS & URANIUM CORP.
(formerly “APPIA ENERGY CORP.”)

CONDENSED INTERIM FINANCIAL STATEMENTS

For the three months ended December 31, 2024 and 2023
(unaudited)
(Expressed in Canadian $)

APPIA RARE EARTH & URANIUM CORP.
(the “Company”)
NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The accompanying unaudited ondensed interim consolidated financial statementsof the Company 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 financial statements.

DATED this 3rd day of March 2025.

APPIA RARE EARTH & URANIUM CORP.

Per: *(signed) “Stephen Burega”*
Name: Stephen Burega
Title: President

Per: *(signed) “Brian Crawford ”*
Name: Brian Crawford
Title: Chief Financial Officer

APPIA RARE EARTHS & URANIUM CORP.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Cdn $)
Unaudited

	Note	December 31, 2024 $	September 30, 2024 $
Assets			
Current			
Cash and cash equivalents	4	**717,865**	319,501
Accounts receivable		**27,556**	17,882
Prepaid expenses		**174,253**	169,987
Total current assets		**919,674**	507,370
Non-current assets			
Acquisition cost of properties	5	**1,160,727**	1,160,727
Deferred exploration expenditures – Canada	5	**25,156,037**	24,692,557
Deferred exploration expenditures – Brazil	5,7	**1,7786,435**	1,541,049
Exploration camp and equipment	6	**353,395**	395,616
Exploration deposits		**120,428**	120,428
Total assets		**29,496,696**	28,417,747
Liabilities			
Current			
Accounts payable & accruals		**334,357**	464,085
Flow-through share premium	9	**106,250**	82,411
		440,607	546,496
Long term			
Future income tax liabilities		**2,970,000**	2,970,000
Total liabilities		**3,410,607**	3,516,496
Shareholders' equity			
Share capital	8(a)	**35,295,372**	34,490,815
Warrants	8(c)	**580,533**	-
Contributed surplus	10	**11,476,809**	11,451,834
Accumulated other comprehensive income		**(273,113)**	(240,600)
Deficit		**(20,965,847)**	(20,777,730)
Non-controlling interest		**(27,666)**	(23,068)
Total shareholders' equity		**26,086,089**	24,901,251
Total liabilities and shareholders' equity		**29,496,696**	28,417,747

Nature of operations and going concern (note 1)

APPROVED ON BEHALF OF THE BOARD on March 3, 2025.

"Signed"
Anastasios (Tom) Drivas

"Signed"
Frank van de Water

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

APPIA RARE EARTHS &URANIUM CORP.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Cdn $)
Unaudited

	Note	**2024** **$**	2023 $
Expenses			
General and administrative activities:			
Investor relations		**27,491**	154,027
Management fees and salaries		**88,900**	103,950
Office and general		**78,953**	45,815
Part XII.6 tax		**2,151**	-
Professional fees		**69,077**	55,119
Share-based compensation	8(b)	**24,975**	177,698
General and administrative expenses		**291,547**	536,609
Loss for the year before the following		**(291,547)**	(536,609)
Flow-through premium	9	**82,411**	-
Gain (loss) on foreign exchange		**16,422**	-
Net loss		**(192,714)**	(536,609)
Net income (loss) attributable to:			
Common shareholders		**(188,117)**	-
Non controlling interest		**(4,598)**	-
Net income (loss) per share attributable to common shareholders – basic and diluted		**(0.00)**	(0.00)
Weighted average outstanding shares		**145,466,135**	130,836,000
Other comprehensive income (loss)			
Currency translation adjustment		**(32,513)**	-
Comprehensive income		**(32,513)**	-
Net loss and comprehensive loss		**(225,227)**	(536,609)

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

APPIA RARE EARTHS & URANIUM CORP.

Condensed Interim Consolidated Statements of Changes in Equity

(Expressed in Cdn $)

	Share Capital $	Warrants $	Contributed Surplus $	Accumulated Other Comprehensive Income (Loss) $	Deficit $	Non-controlling Interest $	Total $
At September 30, 2023	**33,049,066**	**1,912,692**	**9,304,662**	**-**	**(19,500,436)**	**-**	**24,765,984**
Flow-through shares private placement, net	1,355,341	-	-	-	-	-	1,462,100
Allocated to flow-through premium	120,000	-	-	-	-	-	(292,420)
Share issue costs	68,328	-	-	-	-	-	(103,758)
Stock options exercised	(292,420)	-	(68,327)	-	-	-	120,000
Warrants expired	-	(1,912,692)	1,912,692	-	-	-	-
Shares issued for Brazil Project	130,000	-	-	-	-	-	187,500
Share-based compensation	-	-	302,807	-	-	-	302,807
Net loss and comprehensive loss for the year	-	-	-	(240,600)	(1,277,294)	(23,068)	(1,540,962)
At September 30, 2024	**34,490,815**	**-**	**11,451,834**	**(240,600)**	**(20,777,730)**	**(23,068)**	**24,901,251**
Flow-through units private placement, net	732,500	-	-	-	-	-	732,500
Working capital units private placement, net	758,840	-	-	-	-	-	758,840
Allocated to flow-through premium	(106,250)	-	-	-	-	-	(106,250)
Valuation of warrants issued	(580,533)	580,533	-	-	-	-	-
Options vested	-	-	24,975	-	-	-	-
Net loss and comprehensive loss for the period	-	-	-	(32,513)	(188,117)	(4,598)	(225,227)
At December 31, 2024	**35,295,372**	**580,533**	**11,476,809**	**(273,113)**	**(20,965,847)**	**(27,666)**	**26,086,089**

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

APPIA RARE EARTHS &URANIUM CORP.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Cdn $)
Unaudited

	Note	For the three months ended December 31	
		2024	2023
		$	$
Operating activities			
Net loss for the period		**(192,714)**	(480,657)
Items not affecting cash:			
Exchange gain		**180**	
Flow-through share premium	9	**(82,411)**	
Share-based compensation	8(b)	**24,975**	177,698
		(393,584)	(302,959)
Net change in non-cash working capital			
Accounts receivable		**(8,674)**	163,353
Prepaid expenses		**(4,212)**	(174,832)
Accounts payable and accrued liabilities		**(129,728)**	(10,447)
Net cash used in operating activities		**(393,584)**	(324,885)
Investing activities			
Deferred exploration expenditures	5	**(699,392)**	(479,561)
Net cash used in investing activities		**(699,392)**	(479,561)
Financing activities			
Private placement of flow-through units	8(a)	**732,500**	1,462,100
Private placement of working capital units	8(a)	**762,500**	-
Stock options exercised	8(b)	**-**	120,000
Share issue expense	8(a)	**(3,660)**	(106,759)
Net cash from financing activities		**1,491,340**	1,475,341
Change in cash and cash equivalents		**398,364**	670,895
Cash and cash equivalents, beginning of the period		**319,501**	2,193,753
Cash and cash equivalents, end of the period		**717,865**	2,864,648

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

1. Nature of operations and going concern

Appia Rare Earths & Uranium Corp. (“Appia” or the “Company") is incorporated under the Canada Business Corporations Act and is listed on the Canadian Securities Exchange (CSE: “API”) and in New York on the OTCQX platform as “APAAF”. The shares also trade on German exchanges. The Company is actively exploring on its Saskatchewan properties to determine whether the properties contain resources that are economically recoverable and has entered into an agreement to participate in a rare earth element project in Brazil (note 7). The registered office and location of corporate records is Suite 500, 2 Toronto Street, Toronto, Ontario.

The accompanying unaudited condensed interim consolidated financial statements (“Financial Statements”) of the Company 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 Financial Statements

These Financial Statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at December 31, 2024 the Company had no sources of operating cash flows and will therefore require additional funding which, if not raised, would result in the curtailment of activities and project delays. The Company had working capital of $479,067 as at December 31, 2024 and has incurred losses since inception resulting in an accumulated deficit of $20,993,512 as at December 31, 2024. The Company’s ability to continue as a going concern is uncertain and is dependent upon its ability to continue to raise adequate financing. There can be no assurance that the Company will be successful in this regard, and therefore, there is doubt regarding the Company’s ability to continue as a going concern and the use of accounting principles applicable to a going concern. These Financial Statements do not reflect adjustments that would be necessary if the going concern assumption is not appropriate. If the going concern assumption is not appropriate, adjustments to the carrying values of the assets and liabilities, the expenses and the balance sheet classifications, which could be material, would be necessary.

The recoverability of the carrying cost of its resource properties is dependent upon the existence of resources that are economically recoverable, confirmation of the Company's ownership interests in the claims, the ability of the Company to obtain necessary financing to complete the exploration and the development of the properties, and upon future profitable production, or proceeds from the disposition of the properties.

2. Basis of preparation and statement of compliance with IAS 34

These Financial Statements form part of the period covered by the Company’s International Financial Reporting Standards (“IFRS”) annual financial statements and have been prepared in accordance with IAS 34 - *Interim Financial Reporting* on the basis of IFRS standards and interpretations expected to be effective as at the Company’s fiscal year end, September 30, 2025.

These Financial Statements do not contain all the disclosures required by IFRS for annual financial statements and should be read in conjunction with the Company’s audited annual financial statements for the year ended September 30, 2024 prepared in accordance with International Accounting Standards as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”) in effect as of September 30, 2024.

In the opinion of management, all adjustments considered necessary for fair presentation have been included in these Financial Statements. Operating results for the three months ended December 31, 2024 may not be indicative of the results that may be expected for the year ending September 30, 2025.

3. Summary of significant accounting policies

Readers should refer to the September 30, 2024, annual financial statements for the accounting policies used in the preparation of these Financial Statements. The IASB continues to amend and add to current IFRS standards and interpretations with several projects underway. Accordingly, the accounting policies adopted by the Company for the Company's IFRS annual financial statements will be determined as at September 30, 2025 and if a new policy differs materially from the accounting policies used in the preparation of these Financial Statements, these Financial Statements will be restated to retrospectively account for the application of those policies adopted at September 30, 2025.

Presentation Currency

The Company's presentation currency and functional currency is the Canadian dollar ("$").

Accounting pronouncements issued but not yet adopted

At the date of approval of these Financial Statements for the three months ended December 31, 2024, the following standards have been issued but not yet adopted.

IFRS 10 – Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined; however early adoption is permitted.

The amendments are effective for annual periods beginning on or after January 1, 2023. The amendments must be applied retrospectively in accordance with IAS 8 Accounting Policies, *Changes in Accounting Estimates and Errors*. Earlier application is permitted. The Company is in the process of assessing the impact the amendments may have on future financial statements and plans to adopt the new standard retrospectively on the required effective date.

The amendments are not expected to have an impact on the Company's financial statements.

4. Cash and cash equivalents

Cash and cash equivalents comprise cash and investments in Canadian Chartered Bank demand money market funds.

5. Exploration and evaluation

Property acquisition costs and related direct exploration costs less recoveries are deferred until such time as the properties are either placed into commercial production, sold, determined not to be economically viable, or abandoned.

(expressed in Canadian dollars unless otherwise stated)

5. Exploration and evaluation (continued)

Acquisition cost of properties

	Elliot Lake Ontario	Alces Lake Saskatchewan	Other Saskatchewan	Brazil Project	Total
	$	$	$	$	$
Balance, September 30, 2023	602,693	211,685	29,668	-	844,046
Shares issued for Brazil Project (Note 6)	-	-	-	187,500	187,500
Total additions for the year	-	-	129,181	-	129,181
Balance, September 30, 2024	602,693	211,685	158,849	187,500	1,160,727
Balance, December 31, 2024	**602,693**	**211,685**	**158,849**	**187,500**	**1,160,727**

Deferred exploration and evaluation expenditures

	Saskatchewan	Ontario	Brazil Project	Total
	$	$	$	$
Balance, September 30, 2024	20,108,759	4,583,798	1,541,049	26,233,606
Camp operating costs	11,185	-	-	11,185
Contract flying	75,827	-		75,827
Contract labour	46,911	-	75,506	122,417
Drilling	52,291	-		52,291
Employees	-	-	21,432	21,432
Field expenses	754	-	138,558	139,312
Fuel	36,911	-	2,393	39,304
Geophysics	169,000	-		169,000
Other	53,482	-	3,415	56,897
Personnel travel costs	17,119	-	4,082	21,201
Balance, December 31, 2024	**20,572,239**	**4,583,798**	**1,786,435**	**26,942,472**

Saskatchewan, Athabasca Basin Area

The Company commenced adding to its holdings by staking in Saskatchewan in 2011 and began significant acquisitions starting in 2016. At December 31, 2024 the Company held a 100% interest in 113,837 hectares (281,298 acres).

Alces Lake Property is located 30 km northeast of Uranium city and at September 30, 2021 comprised 35,682 hectares (88,172 acres), of REE mineralization, with multiple outcrops and boulders. In August 2021 18,105 hectares (44,738 acres) of land contiguous to the existing claim block were staked. The property is being actively explored and drilled in summer programs, extended to December in 2021, but in 2022 the program ran for 4.5 months from March to August. In February 2023 2,840 hectares (7,018 acres) were staked.

Eastside Property is located east of Cameco’s Rabbit Lake mill and the eastern edge of the Athabasca Basin and was acquired by staking in June 2017. The property comprises 4,933 hectares (12,191 acres).

Loranger Property comprises 26,409 hectares (65,258 acres) on the east side of Wollaston Lake with two diamond drill programs completed in January 2017 and March 2019.

(expressed in Canadian dollars unless otherwise stated)

5. Exploration and evaluation (continued)

Saskatchewan, Athabasca Basin Area (continued)

North Wollaston Property comprises 16,682 hectares (41,221 acres) located 30 km northeast of Cameco's Rabbit Lake mill on the eastern edge of the Athabasca Basin.

Other Side Property comprises 27,291 hectares (67,437 acres).

Ontario, Elliot Lake

In 2007, the Company acquired a 100% interest in 61 mining claims known as the Elliot Lake property located in Beange, Bolger, Bouck, Buckles, Gunterman and Joubin Townships, Sault Ste. Marie Mining Division in the Province of Ontario from Canada Enerco Corp. ("CEC"), a company controlled by the CEO and Director of the Company. CEC retains the right to a 1% Uranium Production Payment Royalty and a 1% Net Smelter Returns Royalty on any precious or base metals payable, provided that the price of uranium is greater than US$130 per pound.

Appia holds over 12,545 hectares (31,000 acres) encompassing five mineralized zones in the Elliot Lake area of northern Ontario. The zones are called Teasdale, Banana Lake, Canuc, Bouck Lake and Buckles Lake.
In prior years the Company had spent over $5 million exploring this property and had some promising results. However, with the low Uranium prices, the explorations costs were written off. The Company continues to own these claims.

6. Exploration camp and equipment

	Machinery and Equipment	Camp	Total
Cost	**$**	**$**	**$**
Balance as at September 30, 2023	727,164	864,457	1,591,621
Additions	3,187	550	3,737
Balance as at September 30, 2024	730,351	865,007	1,595,358
Additions	-	(234)	(234)
Balance as at December 31, 2024	730,351	864,773	1,595,124
Accumulated Depreciation			
Balance, September 30, 2023	(535,409)	(496,384)	(1,031,793)
Depreciation	(57,527)	(110,422)	(167,949)
Balance as at September 30, 2024	(592,936)	(606,806)	(1,199,742)
Depreciation	(13,546)	(28,441)	(41,987)
Balance as at December 31, 2024	(606,482)	(635,247)	(1,241,729)
Net book value, September 30, 2024	137,415	258,201	395,616
Balance as at December 31, 2024	**123,869**	**229,526**	**353,395**

Depreciation is charged at 30% per annum (total of $41,987), on a declining balance basis and has been added to deferred exploration costs.

(expressed in Canadian dollars unless otherwise stated)

7. Brazil project

On July 20, 2023 (the "Effective Date"), the Company executed an option agreement (the "Quotaholders' Agreement") to acquire a 70% interest in Appia Brazil and title of certain lands have been transferred to Appia Brazil.

Pursuant to the Quotaholders' Agreement, Appia must make US$10 million in exploration expenditures and issue 2,000,000 common shares as follows:

- Issue an initial 500,000 common shares of the Company (issued);
- On or before the first anniversary of the Effective Date, expend $1 million USD (completed) and issue 500,000 common shares of the Company (issued);
- On or before the second anniversary of the Effective Date, expend an additional $3.5 million USD and (in progress) issue 500,000 common shares of the Company;
- On or before the third anniversary of the Effective Date, expend an additional $3.5 million USD and issue 500,000 common shares of the Company;
- On or before the fourth anniversary of the Effective Date, expend an additional $1.5 million USD and issue 500,000 common shares of the Company;
- On or before the fifth anniversary of the Effective Date, expend an additional $500,000 USD to earn 60% property interest;
- Within 90 days after earning its 60% property interest, issue US $1,200,000 of common shares of the Company priced at the time of issuance been executed by the Closing Date, the terms of the Letter Agreement shall govern the rights of the parties.

8. Share capital

(a) Common shares

The Company is authorized to issue an unlimited number of no par value common shares. The following table provides the details of changes in the number of issued common shares.

	Number #	Amount $
Balance, September 30, 2023	130,523,563	33,049,066
Flow-through shares private placement December 27, 2023	4,873,667	1,462,100
Allocated to flow-through premium (Note 8)	-	(292,420)
Share issue costs	-	(103,758)
Stock options exercised	436,364	120,000
Reclassification of stock options exercised	-	68,327
First and second tranche of shares for the Brazil Project (note 6)	1,000,000	187,500
Balance, September 30, 2024	136,833,594	34,490,815
Flow-through shares private placement October 29, 2024	3,075,000	307,500
Working capital units private placement October 29, 2024	9,531,250	762,500
Flow-through shares private placement December 31, 2024	3,541,667	425,000
Less: Value associated with warrants issued	-	(568,958)
Less: Value associated with broker warrants issued	-	(11,575)
Share issue costs	-	(3,660)
Allocated to flow-through premium	-	(106,250)
Balance, December 31, 2024	**152,981,511**	**35,295,372**

8. Share capital (continued)

(a) Common shares (continued)

On December 11, 2023, the Company issued the first tranche of 500,000 common shares in accordance with the Definitive Agreement whereby it may acquire a 70% interest in the Brazil Project (note 7).

On December 27, 2023, the Company closed its non-brokered private placement of 4,873,667 flow-through shares at $0.30 per share for gross proceeds of $1,462,100. The proceeds are expected to be spent on the Alces Lake exploration program in 2024.

On June 19, 2024, the Company issued the second tranche of 500,000 common shares in accordance with the Definitive Agreement whereby it may acquire a 70% interest in the Brazil Project.

On October 29, 2024, the Company issued 9,531,250 working capital units at $0.08 per unit for gross proceeds of $762,500. Each unit, comprises one common share and one common share purchase warrant exercisable at $0.15 until the earlier of October 29, 2026 and (ii) in the event that the closing price of the Common Shares on the Canadian Securities Exchange is at least $0.25 for ten (10) consecutive trading days, and the 10th trading day (the "Final Trading Day") is at least four (4) months from October 29, 2024, the date which is thirty (30) days from the Final Trading Day (the "Trigger Date"). In connection with the financing, 45,750 Broker Warrants were issued to acquire one common share at a price of $0.08 for a period of 24 months.

On October 29, 2024, the Company issued 3,075,000 flow-through units at $0.10 per unit for gross proceeds of $307,500. Each unit comprises one common share and one common share purchase warrant exercisable at $0.15 until the earlier of (i) October 29, 2026; and the (ii) Trigger Date.

On December 31, 2024, the Company issued 3,541,667 flow-through units at $0.12 per unit for gross proceeds

of $425,000. Each unit comprises one common share and one common share purchase warrant exercisable at $0.12 for a period of 12 months. In connection with the financing, 175,000 Broker Warrants were issued to acquire one common share at a price of $0.15 for a period of 24 months.

(b) Options

The Company has a stock option plan (the “Plan”) for the benefit of directors, officers and consultants. The total number of shares which may be reserved and set aside for issuance to eligible persons may not exceed 10% of the issued and outstanding common shares.

As at December 31, 2024, 7,460,000 common shares were reserved for the exercise of stock options granted under the Plan.

(expressed in Canadian dollars unless otherwise stated)

8. Share capital (continued)

(b) Options (continued)

The following table provides the details of changes in the number of issued common share purchase options during the period:

	Options	Weighted-average exercise price $
Outstanding at September 30, 2023	7,110,000	0.47
Exercisable at September 30, 2023	3,985,000	0.47
Granted	1,486,364	0.26
Exercised	(436,364)	0.28
Outstanding at September 30, 2024	8,160,000	0.45
Exercisable at September 30, 2024	8,160,000	0.45
Cancelled	(450,000)	0.28
Outstanding at December 31, 2024	7,710,000	0.45
Exercisable at December 31, 2024	7,460,000	0.45

On November 6, 2023, the Company granted 1,186,364 options to purchase common shares exercisable at $0.275 per share for five years to consultants of the Company.

On February 8, 2024 the Company granted 300,000 options to purchase common shares exercisable at $0.275 per share for five years to consultants of the Company.

On April 22, 2024 the Company granted 500,000 options to purchase common shares exercisable at $0.15 per share for five years to consultants of the Company.

Number of stock options	Number exercisable	Remaining contractual life	Exercise price per share	Expiry date
510,000	510,000	0.59 years	$0.25	August 4, 2025
150,000	150,000	1.42 years	$0.91	June 3, 2026
5,050,000	5,050,000	2.72 years	$0.50	September 21, 2027
200,000	200,000	2.80 years	$0.60	October 18, 2027
1,000,000	1,000,000	3.01 years	$0.35	January 3, 2028
300,000	150,000	4.11 years	$0.28	February 8, 2029
500,000	250,000	4.31 years	$0.15	April 22, 2029
7,710,000	7,460,000			

The weighted average fair value of the options issued on November 6, 2023, was calculated as $0.235 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 4.3%, expected dividend yield of nil, expected volatility of 112.71 and expected life term of 36 months.

The weighted average fair value of the options issued on November 6, 2023, was calculated as $0.235 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 4.3%, expected dividend yield of nil, expected volatility of 112.71 and expected life term of 36 months.

The weighted average fair value of the options issued on February 8, 2024, was calculated as $0.229 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 3.69%, expected dividend yield of nil, expected volatility of 120.62% and expected life term of 60 months.

(expressed in Canadian dollars unless otherwise stated)

8. Share capital (continued)

(b) Options (continued)

The weighted average fair value of the options issued on April 22, 2024, was calculated as $0.100 per share option. The fair value was estimated at the date of grant using the Black-Scholes pricing model with the following assumptions: risk-free weighted-average interest rate of 3.86%, expected dividend yield of nil, expected volatility of 131.48% and expected life term of 60 months.

(c) Warrants

On certain issuances of common shares, the Company grants warrants entitling the holder to acquire additional common shares of the Company, and the Company grants warrants as consideration for services associated with the placement of such common share issues. The following table provides the details of changes in the number of shares issuable on exercise of outstanding common share purchase warrants:

	Number of shares	Value $
Balance September 30, 2023	5,692,395	1,912,692
Warrants expired	(5,692,395)	(1,912,692)
Balance September 30, 2024	-	-
Private placement warrants issued	6,616,667	568,958
Broker warrants issued	220,750	11,575
Balance December 31, 2024	6,837,417	580,533

The fair value of the warrants issued during the year ended September 30, 2023, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 98.55% and expected life term of 24 months. Under this method of calculation, the Company recorded $32,818 as the value of the warrants issued under this offering.

As at September 30, 2024 all of the warrants outstanding at year end expired unexercised.

The number of common shares outstanding on December 31, 2024, was 152,981,511. Taking into account outstanding share purchase options and warrants, the fully diluted number of common shares that could have been outstanding on December 31, 2024, was 177,060,178.

The fair value of the warrants issued October 29, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.11%, expected dividend yield of nil, average expected volatility of 123.84% and expected life term of 24 months. Under this method of calculation, the Company recorded $498,125 as the value of the warrants issued under this offering.

The fair value of the broker warrants issued October 29, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.11%, expected dividend yield of nil, average expected volatility of 123.84% and expected life term of 24 months. Under this method of calculation, the Company recorded $4,575 as the value of the warrants issued under this offering

The fair value of the warrants issued December 31, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 105.36% and expected life term of 12 months. Under this method of calculation, the Company recorded $70,833 as the value of the warrants issued under this offering.

(expressed in Canadian dollars unless otherwise stated)

8. Share capital (continued)

(c) Warrants (continued)

The fair value of the broker warrants issued December 31, 2024, was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 127.93% and expected life term of 24 months. Under this method of calculation, the Company recorded $7,000 as the value of the warrants issued under this offering.

9. Flow-through share premium

Flow-through liabilities include the deferred premium portion of the flow-through shares issued.

On October 29,2024, the Company closed a private placement of 3,075,000 flow-through units for gross proceeds of $307,500. As of December 31, 2024, $nil of these funds have been expended on Canadian Exploration Expenditures ("CEE"). The Company is committed to spending the full amount on or before December 31, 2025.

On December 31,2024, the Company closed a private placement of 3,541,667 flow-through units for gross proceeds of $425,000. As of December 31, 2024, $nil of these funds have been expended on Canadian Exploration Expenditures ("CEE"). The Company is committed to spending the full amount on or before December 31, 2025.

The following is a continuity schedule of the liability portion of the flow-through issuances.

	December 31, 2024, $	September 30, 2024, $
Balance at the beginning of the period	-	-
Liability incurred on flow-through shares issued	106,250	292,420
Settlement of liability through the expenditure of funds	(82,411)	(210,009)
Balance at the end of the period	106,250	82,411

10. Contributed surplus

A summary of changes in contributed surplus is:	Amount $
Balance, September 30, 2023	9,304,662
Stock options exercised	(68,327)
Warrants expired	1,912,692
Share-based payments	302,807
Balance, September 30, 2024	11,451,834
Share-based payments	24,975
Balance, December 31, 2024	11,476,809

11. Related party transactions

Related parties include the Board of Directors and officers, close family members and enterprises that are controlled by these individuals as well as certain consultants performing similar functions.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

(expressed in Canadian dollars unless otherwise stated)

11. Related party transactions (continued)

During the three months ended December 31, 2024, $46,500 (2023 - $46,500) was paid or accrued to the president for management fees.

During the three months ended December 31, 2024, $15,000 (2023 - $15,000) was paid or accrued to the CEO for management fees.

During the three months ended December 31, 2024, $18,000 (2023 - $nil) was paid to a company controlled by the CFO for accounting and management services.

During the three months ended December 31, 2024, $nil (2023 - $18,263) was paid to the former CFO for accounting and management services.

During the three months ended December 31, 2024, $5,400 (2023 - $20,188) was paid to the VP Exploration for exploration related services.

During the three months ended December 31, 2024, $39,072 (2023 - $34,141) was paid or accrued for legal fees to a law firm related to a Director of the Company, William R. Johnstone.

During the three months ended December 31, 2024, the Company incurred expenses of $4,000 (2023 - $4,000) for independent directors' fees. At December 31, 2024, $59,000 (2023 - $32,500) of accrued directors' fees was outstanding.

Accounts payable and accrued liabilities include $143,605 (September 30, 2024 - $33,715) due to officers and directors of the Company. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

12. Financial instruments and risk management

Categories of financial assets and liabilities
Under IFRS, financial instruments are classified into one of the following five categories: Fair value through profit and loss ("FVTPL"), held to maturity investments, loans and receivables, financial assets, and financial liabilities. The carrying values of the Company's financial instruments, including those held for sale are classified into the following categories:

	December 31 2024 $	September 30 2024 $
FVTPL[(1)]	**717,865**	319,501
Receivables [(2)]	**27,556**	17,882
Financial liabilities [(3)]	**334,357**	361,553

(1) Includes cash, committed cash and demand deposits and money market funds of a Canadian Chartered Bank.
(2) Includes accounts receivable related to HST and PST tax refunds.
(3) Includes accounts payable.

Financial Instruments

The carrying amounts for the Company's financial instruments approximate their fair values because of the short-term nature of these items.

(expressed in Canadian dollars unless otherwise stated)

12. Financial instruments and risk management (continued)

Risks arising from financial instruments and risk management

The Company's activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company.

Carrying value of exploration and evaluation assets

The Company regularly reviews the carrying value of its properties to determine whether the cost of these assets will be recoverable from future cash flows or from the proceeds of their disposal. Assumptions underlying the cash flow estimates would include the forecasted prices for uranium and rare earth elements, planned production levels, and operating, capital, exploration, and reclamation costs, which are subject to risks and uncertainties. Management has determined that there is no impairment of the carrying value of its exploration properties.

13. Capital disclosures

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation assets. The capital of the Company consists of capital stock, warrants, and contributed surplus.

The properties in which the Company currently has an interest are in the exploration stage as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and will raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

14. Segment information

The Company's operated in 2 geographic segments in 2024 as disclosed below:

Country	Cash and cash equivalents	Receivables & prepaids	Exploration and evaluation Properties	Exploration camp and equipment	Accounts Payable	Deferred income tax	Profit (Loss)
Canada	622,130	209,331	25,156,037	349,892	283,103	2,970,000	(177,390)
Brazil	95,735	112,906	1,786,435	3,503	51,254		(15,324)
	717,865	322,237	26,942,472	353,395	334,357	2,970,000	(192,714)