GOLDEN SHIELD RESOURCES INC.

Condensed Interim Consolidated Financial Statements

For the three and six months ended January 31, 2025 and 2024

(Unaudited - Expressed in Canadian dollars)

Notice of Disclosure of Non-auditor Review of the Condensed Interim Consolidated Financial Statements for the Three and Six Months Ended January 31, 2025 and 2024

Pursuant to National Instrument 51-102 *Continuous Disclosure Obligations*, part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of Golden Shield Resources Inc. for the interim periods ended January 31, 2025 and 2024, have been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting,* as issued by the International Accounting Standards Board, and are the responsibility of the Company's management.

The independent auditors, Smythe LLP, have not performed a review of these unaudited condensed interim consolidated financial statements.

March 28, 2025

GOLDEN SHIELD RESOURCES INC.
Condensed Interim Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian dollars)

	Note	**January 31, 2025**	July 31, 2024
		$	$
ASSETS			
Current			
Cash and cash equivalents		**66,569**	175,894
GST receivable		**24,197**	48,350
Current portion of prepaid expenses	5	**57,378**	162,211
Securities held for trading	6	**19,444**	15,000
		167,588	401,455
Prepaid expenses	5	**18,995**	9,390
Exploration and evaluation assets	7	**1,538,739**	1,538,739
Total assets		**1,725,322**	1,949,584
LIABILITIES			
Current			
Accounts payable and accrued liabilities	9	**697,987**	415,578
Total liabilities		**697,987**	415,578
SHAREHOLDERS' EQUITY			
Share capital	8(b)	**19,500,324**	19,500,324
Reserves	8(e)(f)	**2,351,204**	2,291,289
Deficit		**(20,824,193)**	(20,257,607)
Total shareholders' equity		**1,027,335**	1,534,006
Total liabilities and shareholders' equity		**1,725,322**	1,949,584

Nature of operations and going concern (Note 1)

Approved and authorized for issue on behalf of the Board of Directors:

/s/ "Leo Hathaway"	*/s/ "Veljko Brcic"*
Director	Director

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

GOLDEN SHIELD RESOURCES INC.
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Unaudited - Expressed in Canadian dollars, except number of shares)

	Note	Three months ended January 31, 2025	Three months ended January 31, 2024	Six months ended January 31, 2025	Six months ended January 31, 2024
		$	$	**$**	$
Operating expenses					
Bank fees		**818**	1,284	**1,804**	2,716
Consulting fees (recovery) [(1)]	8(f)	**(8,196)**	49,037	**7,665**	143,239
Director and management fees	8(f),9	**31,405**	22,858	**62,892**	110,611
Exploration and evaluation	7,8(f),9	**192,136**	1,492,260	**276,536**	2,409,047
Filing fees (recovery)		**10,684**	(4,266)	**18,505**	2,098
General and administrative		**9,015**	31,582	**33,788**	90,115
Insurance		**17,288**	16,770	**35,908**	39,700
Marketing		**2,623**	23,198	**6,687**	26,538
Professional fees	8(f),9	**102,760**	94,037	**177,477**	161,581
		(358,533)	(1,726,760)	**(621,262)**	(2,985,645)
Other income (expenses)					
Change in fair value of securities held for trading	6	**3,611**	(13,333)	**4,444**	1,667
Foreign exchange gain (loss)		**53,336**	(15,084)	**43,501**	55,110
Other income		**-**	-	**6,731**	-
Net loss and comprehensive loss		**(301,586)**	(1,755,177)	**(566,586)**	(2,928,868)
Net loss per share:					
Basic and diluted		**(0.00)**	(0.03)	**(0.01)**	(0.04)
Weighted average number of common shares:					
Basic and diluted		**66,028,720**	66,028,720	**66,028,720**	66,028,720

(1) During the three months ended January 31, 2025, the Company wrote off an accrual of consulting fees of $24,000 (2024 - $nil) that was previously recorded as consulting fees. This resulted in a recovery of $8,196 after incurring $15,804 during the period.

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

GOLDEN SHIELD RESOURCES INC.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian dollars)

	Six months ended January 31, 2025	2024
	$	$
Operating activities		
Net loss for the period	**(566,586)**	(2,928,868)
Adjustments for:		
Share-based compensation	**59,915**	199,635
Change in fair value of securities held for trading	**(4,444)**	(1,667)
Changes in non-cash working capital:		
GST receivable	**24,153**	(19,754)
Prepaid expenses	**95,228**	672,849
Accounts payable and accrued liabilities	**282,409**	(15,518)
Cash used in operating activities	**(109,325)**	(2,093,323)
Net change in cash and cash equivalents	**(109,325)**	(2,093,323)
Cash and cash equivalents, beginning of period	**175,894**	3,474,363
Cash and cash equivalents, end of period	**66,569**	1,381,040
Supplemental cash flow information:		
Cash interest paid	**-**	-
Cash income tax paid	**-**	-

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

GOLDEN SHIELD RESOURCES INC.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Unaudited - Expressed in Canadian dollars, except number of shares)

	Common shares	Share capital	Reserves	Deficit	Total shareholders' equity
	#	$	$	$	$
Balance, July 31, 2023	66,028,720	19,500,324	4,078,046	(17,826,599)	5,751,771
Share-based compensation	-	-	199,635	-	199,635
Net loss for the period	-	-	-	(2,928,868)	(2,928,868)
Balance, January 31, 2024	66,028,720	19,500,324	4,277,681	(20,755,467)	3,022,538
Share-based compensation	-	-	76,536	-	76,536
Reclassification of expired warrants	-	-	(2,062,928)	2,062,928	-
Net loss for the period	-	-	-	(1,565,068)	(1,565,068)
Balance, July 31, 2024	66,028,720	19,500,324	2,291,289	(20,257,607)	1,534,006
Share-based compensation	-	-	59,915	-	59,915
Net loss for the period	-	-	-	(566,586)	(566,586)
Balance, January 31, 2025	**66,028,720**	**19,500,324**	**2,351,204**	**(20,824,193)**	**1,027,335**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

a) Nature of operations

Golden Shield Resources Inc. (the "Company") was incorporated pursuant to the provisions of the Business Corporations Act (British Columbia) on January 29, 2018. The Company's head office and principal address is Suite 750, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6.

The Company is in the business of acquiring, exploring, and developing mineral properties, primarily those containing gold and associated base and precious metals. The Company will be required to obtain additional financing to explore and develop its future resource properties. The Company is listed on the Canadian Securities Exchange (the "CSE") under the stock symbol "GSRI", on the OTCQB Venture Market under stock symbol "GSRFF", on the Frankfurt Stock Exchange under stock symbol "4LE0".

b) Going concern

These condensed interim consolidated financial statements for the three and six months ended January 31, 2025 and 2024 (the "financial statements") have been prepared based on accounting principles applicable to a going concern, which assumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. The Company is a resource exploration stage company, which does not generate any revenue and has been relying on equity-based financing to fund its operations. The Company has losses since inception and had an accumulated deficit of $20,824,193 as at January 31, 2025 (July 31, 2024 - $20,257,607). The Company may require additional financing, either through equity or debt financing, sale of assets, joint venture arrangements, or a combination thereof to meet its administrative costs and to continue to explore and develop its exploration and evaluation assets. There is no assurance that sufficient future funding will be available on a timely basis or on terms acceptable to the Company. These conditions indicate the existence of material uncertainties that may cast significant doubt on the Company's ability to meet its obligations as they come due, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern is in significant doubt.

Should the Company be unable to continue as a going concern, asset and liability realization values may be substantially different from their carrying values. These financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

2. BASIS OF PREPARATION

a) Statement of compliance

These financial statements were approved by the Board of Directors and authorized for issue on March 28, 2025.

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS Accounting Standards") as issued by the International Accounting Standards Board applicable to the preparation of interim financial statements including International Accounting Standard 34 *Interim Financial Reporting*. These financial statements do not include all disclosures required for annual audited financial statements. Accordingly, they should be read in conjunction with the notes to the Company's audited financial statements for the years ended July 31, 2024 and 2023 (the "Annual Financial Statements").

b) Basis of presentation

These financial statements have been prepared on a historical cost basis, except for certain financial instruments classified as financial instruments at fair value through profit or loss, which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

c) Functional and presentation currency

These financial statements have been prepared in Canadian dollars, which is the Company's and its subsidiaries' functional and presentation currency. The functional currency is the currency of the primary economic environment in which an entity operates. References to "CAD" or "$" are to Canadian dollars and references to "US$" are to United States dollars.

(Unaudited - Expressed in Canadian dollars, except where noted)

2. BASIS OF PREPARATION (continued)

d) Basis of consolidation

These financial statements include the accounts of the Company and its subsidiaries. Subsidiaries are included in the financial statements from the date control commences until the date control ceases. Control exists where the parent entity has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. All intercompany transactions and balances are eliminated on consolidation.

A summary of the Company's subsidiaries included in these financial statements as at January 31, 2025 and July 31, 2024 is as follows:

Name of subsidiary	Country of incorporation	Percentage ownership	Functional currency	Principal activity
1348135 B.C. Ltd	Canada	100%	CAD	Holding company
Aurous Guyana Inc. ("AGI")	Guyana	100%	CAD	Mining company
Aurous Holdings Inc.	Guyana	100%	CAD	Holding company
Manticore Resources Inc.	Guyana	100%	CAD	Mining company
Romanex Guyana Exploration Limited ("Romanex")	Guyana	100%	CAD	Mining company
StrataGold Guyana Inc.	Guyana	100%	CAD	Mining company

e) Reclassification of comparative figures

The Company has reclassified certain items on the condensed interim consolidated statements of loss and comprehensive loss for the three and six months ended January 31, 2024 to conform with current period presentation. These reclassifications had no impact on the total reported net loss and comprehensive loss.

3. MATERIAL ACCOUNTING POLICIES

The accounting policies applied in the preparation of these financial statements are consistent with those applied and disclosed in the notes to the Annual Financial Statements, except for the following pronouncements which became effective for periods beginning on or after August 1, 2024.

<u>Disclosure of accounting policies - amendments to IAS 1 and IFRS Practice Statement 2</u>

The amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had no impact on the Company's disclosures of accounting policies as well as on the measurement, recognition or presentation of any items in the Company's financial statements.

<u>Classification of liabilities as current or non-current - amendments to IAS 1</u>

The amendments to IAS 1 specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, an entity is required to disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments have not had an impact on the classification of the Company's liabilities.

(Unaudited - Expressed in Canadian dollars, except where noted)

3. MATERIAL ACCOUNTING POLICIES (continued)

Definition of accounting estimates - amendments to IAS 8

The amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They clarify how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's financial statements.

Deferred tax related to assets and liabilities arising from a single transaction - amendments to IAS 12

The amendments to IAS 12 Income Taxes narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities. The amendments had no impact on the Company's financial statements.

The Company has not early adopted any other new accounting standard, interpretation or amendment that has been issued but is not yet effective.

4. SIGNIFICANT ACCOUNTING JUDGMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and further periods if the revision affects both current and future periods.

In the preparation of these financial statements, the Company used the same accounting estimates and judgments as those applied and disclosed in the Annual Financial Statements.

5. PREPAID EXPENSES

A summary of the Company's prepaid expenses is as follows:

	January 31, 2025	July 31, 2024
	$	$
Exploration and evaluation	**22,468**	147,106
Filing fees	**15,278**	4,141
General and administrative	**653**	1,636
Insurance	**34,054**	14,799
Marketing	**3,920**	3,919
	76,373	171,601
Current portion	**57,378**	162,211
Non-current portion	**18,995**	9,390

(Unaudited - Expressed in Canadian dollars, except where noted)

6. SECURITIES HELD FOR TRADING

During the year ended July 31, 2022, the Company acquired less than 10% of common shares of Bullet Exploration Inc. ("Bullet"). The securities held for trading are measured at fair value through profit or loss. On September 20, 2023, Bullet consolidated its issued and outstanding common shares on the basis of three pre-consolidation shares for one post-consolidation share. As a result, the number of common shares of Bullet held by the Company was adjusted retrospectively.

As at July 31, 2024 and 2023, the Company owns less than 10% interest in Bullet and does not have an appointed representative as an officer or a member of the Board of Directors.

On November 26, 2024, Bullet completed an amalgamation with 1492834 B.C. Ltd., a wholly-owned subsidiary of West Point Gold Corp. (formerly Gold79 Mines Ltd.) ("WPG"), forming a new entity named Gold79 Holding Two Corp. Pursuant to an amalgamation agreement dated September 3, 2024, each Bullet shareholder received one common share of WPG for every three common shares of Bullet held. As a result, the number of common shares and fair value per share of Bullet held by the Company was adjusted to reflect the equivalent number of WPG common shares and corresponding fair value per share.

As at January 31, 2025, the Company owns less than 10% interest in WPG and does not have an appointed representative as an officer or a member of the Board of Directors.

A summary of the Company's investment in securities held for trading is as follows:

	January 31, 2025		July 31, 2024	
	Number of shares	**Fair value**	Number of shares	Fair value
	#	**$**	#	$
WPG	**166,667**	**19,444**	166,667	15,000

During the three and six months ended January 31, 2025, the Company recorded a gain on change in fair value of securities held for trading of $3,611 and $4,444, respectively (2024 - a loss of $13,333 and a gain of $1,667, respectively).

7. EXPLORATION AND EVALUATION

As at January 31, 2025, July 31, 2024, and July 31, 2023, the carrying value of the Company's exploration and evaluation assets was $1,538,739, representing acquisition cost paid to the prior shareholders of Romanex to acquire 100% interest in the Marudi Project. During the six months ended January 31, 2025 and the year ended July 31, 2024, there were no additions to the Marudi Project (Note 7(a)).

During the year ended July 31, 2023, the Company decided not to continue with the Arakaka Project, resulting in an impairment of exploration and evaluation assets of $750,000 (Note 7(b)).

A summary of the Company's exploration and evaluation expenses for the three months ended January 31, 2025 is as follows:

	Marudi Project	**Arakaka Project**	**Total**
	$	$	$
Camp costs (1)	(32,829)	-	(32,829)
Drilling (2)	(142,649)	-	(142,649)
General and administrative	280,819	-	280,819
Geological consulting	86,795	-	86,795
	192,136	**-**	**192,136**

(2) During the three months ended January 31, 2025, the Company disposed camp assets for net proceeds of $297,103, noting that the related costs were previously recorded as exploration and evaluation expenses. This resulted in a recovery of $32,829 after incurring $264,274 during the period.

(2) During the three months ended January 31, 2025, the Company disposed drilling assets for net proceeds of $206,784, noting that the related costs were previously recorded as exploration and evaluation expenses. This resulted in a recovery of $142,649 after incurring $64,135 during the period.

(Unaudited - Expressed in Canadian dollars, except where noted)

7. EXPLORATION AND EVALUATION (continued)

A summary of the Company's exploration and evaluation expenses for the three months ended January 31, 2024 is as follows:

	Marudi Project	Arakaka Project	Total
	$	$	$
Assaying	13,945	-	13,945
Camp costs	111,797	10,508	122,305
Drilling	631,806	-	631,806
General and administrative	367,826	28,702	396,528
Geological consulting	252,849	-	252,849
Property expenses	32,661	42,166	74,827
	1,410,884	**81,376**	**1,492,260**

A summary of the Company's exploration and evaluation expenses for the six months ended January 31, 2025 is as follows:

	Marudi Project	Arakaka Project	Total
	$	$	$
Camp costs (1)	6,137	-	6,137
Drilling (2)	(308,823)	-	(308,823)
General and administrative	386,881	-	386,881
Geological consulting	192,341	-	192,341
	276,536	**-**	**276,536**

(1) During the six months ended January 31, 2025, the Company disposed camp assets for net proceeds of $297,103, noting that the related costs were previously recorded as exploration and evaluation expenses. This resulted in net expense of $6,137 after incurring $303,240 during the period.
(2) During the six months ended January 31, 2025, the Company disposed drilling assets for net proceeds of $372,958, noting that the related costs were previously recorded as exploration and evaluation expenses. This resulted in a recovery of $308,823 after incurring $64,135 during the period.

A summary of the Company's exploration and evaluation expenses for the six months ended January 31, 2024 is as follows:

	Marudi Project	Arakaka Project	Total
	$	$	$
Assaying	38,210	-	38,210
Camp costs	322,651	22,405	345,056
Drilling	884,642	-	884,642
General and administrative	533,050	40,751	573,801
Geological consulting	489,970	2,541	492,511
Property expenses	32,661	42,166	74,827
	2,301,184	**107,863**	**2,409,047**

a) Marudi Project

During the year ended July 31, 2022, pursuant to an acquisition agreement with previous shareholders of Romanex, the Company paid $1,384,219 to acquire 100% interest in the Marudi Project through the acquisition of all issued and outstanding common shares of Romanex. Consideration paid to the prior shareholders of Romanex was comprised of cash of $516,374, land option deposit of $154,520, and 1,212,074 common shares at fair value of $867,845 ($0.716 per share).

The Marudi Project is located in the Rupununi Mining District in southern Guyana. The project comprises Mining License ML1/2009 and the mineral rights are in good standing.

(Unaudited - Expressed in Canadian dollars, except where noted)

7. EXPLORATION AND EVALUATION (continued)

b) Arakaka Project

On May 26, 2021, the Company signed an agreement to acquire StrataGold Guyana Inc. and Manticore Resources Inc., which are 100% owned entities of Alicanto Minerals Limited. These two entities make up the Arakaka Gold Project in Guyana ("Arakaka Project"). The Arakaka Project is situated in the Barama-Waimi District of Northwestern Guyana. The project comprises 118 tenements.

In consideration for the purchase of the Arakaka Project the Company has agreed to the following terms:

- To pay $50,000 in cash within five business days of execution of the agreement (paid);
- To pay $700,000 in cash on completion of the listing capital raise (paid); and
- To issue common shares of the Company with a value of $1,000,000 upon the satisfaction of every resource target set out in the table below (which amounts to the sum of any resources determined in accordance with National Instrument 43-101 issued by Canadian Securities Administrators) delineated on the tenements, the designated area or a combination of the tenements and the designated area (the "Deferred Consideration Shares").

During the year ended July 31, 2023, the Arakaka Project was fully impaired for $750,000 due to management focusing on Marudi Project and further exploration and evaluation expenditures for the Arakaka Project are neither budgeted nor planned.

8. SHARE CAPITAL

a) Authorized

Unlimited number of common shares without par value.

b) Issued and outstanding

During the six months ended January 31, 2025 and the year ended July 31, 2024, the Company had no share capital transactions.

c) Escrowed shares

Prior to going public, the Company had 1,136,869 escrowed shares, all of which were released by March 3, 2023.

On February 18, 2022, the Company and certain shareholders completed an escrow agreement (the "Escrow Agreement") resulting in 7,586,250 common shares (the "Escrowed Shares") being deposited in escrow. Pursuant to the Escrow Agreement, 10% of the Escrowed Shares were released from escrow on the Escrow Agreement date (the "Initial Release") and an additional 15% of Escrowed Shares are to be released every six months following the Initial Release. These Escrowed Shares may not be transferred, assigned, or otherwise dealt without the consent of the regulatory authorities.

As at January 31, 2025, 6,448,312 shares have been released from escrow with 1,137,938 (July 31, 2024 - 2,275,875) Escrowed Shares remaining.

d) Share purchase warrants

During the six months ended January 31, 2025 and the year ended July 31, 2024, the Company had no share purchase warrant issuances.

A summary of the Company's share purchase warrants activity is as follows:

	Warrants outstanding	Weighted average exercise price
	#	$
Balance, July 31, 2023	30,059,537	0.58
Expired	(18,559,537)	0.76
Balance, January 31, 2025, and July 31, 2024	**11,500,000**	**0.40**

(Unaudited - Expressed in Canadian dollars, except where noted)

8. SHARE CAPITAL (continued)

A summary of the Company's share purchase warrants outstanding and exercisable as at January 31, 2025 is as follows:

Expiry date	Warrants outstanding	Weighted average exercise price	Weighted average remaining life
	#	$	Years
April 18, 2025	11,500,000	0.40	0.46

During the year ended July 31, 2024, 18,559,537 share purchase warrants of the Company expired unexercised. As a result, as at July 31, 2024, the total fair value of the expired share purchase warrants of $1,893,913 recorded in reserves was reclassified to deficit.

e) Broker warrants

During the six months ended January 31, 2025 and the year ended July 31, 2024, the Company had no broker warrant activities.

A summary of the Company's broker warrants activity is as follows:

	Warrants outstanding	Weighted average exercise price
	#	$
Balance, July 31, 2023	1,735,275	0.35
Expired	(691,412)	0.43
Balance, January 31, 2025, and July 31, 2024	**1,043,863**	**0.30**

A summary of the Company's broker warrants outstanding as at January 31, 2025 is as follows:

Expiry date	Warrants outstanding	Weighted average exercise price	Weighted average remaining life
	#	$	Years
April 18, 2025	1,043,863	0.30	0.21

During the year ended July 31, 2024, 691,412 broker warrants of the Company expired unexercised. As a result, as at July 31, 2024, the total fair value of the expired broker warrants of $169,015 recorded in reserves was reclassified to deficit.

f) Stock options

The Company has a rolling stock option plan (the "Plan") whereby a maximum of 10% of the issued common shares will be reserved for issuance under the Plan. Options granted under the Plan vest immediately or over a period at the discretion of the Board of Directors.

Under the Plan, the number of shares reserved for issuance to any optionee will not exceed 5% of the then issued and outstanding shares unless the Company has obtained shareholder approval. The options are non-assignable and non-transferable and will be exercisable for a period of up to 10 years from the date of grant. The exercise price of an option will be set by the Board of Directors and cannot be less than the discounted market price, as defined in policies of the CSE and other applicable regulatory authorities.

During the six months ended January 31, 2025 and the year ended July 31, 2024, the Company had no stock options activities.

(Unaudited - Expressed in Canadian dollars, except where noted)

8. SHARE CAPITAL (continued)

A summary of the Company's stock options activity is as follows:

	Number of options outstanding	**Weighted average exercise price**
	#	$
Balance, July 31, 2023	6,359,000	0.46
Expired	(743,750)	0.60
Forfeited	(406,250)	0.43
Balance, January 31, 2025, and July 31, 2024	**5,209,000**	**0.45**

A summary of the Company's stock options outstanding and exercisable as at January 31, 2025 is as follows:

Expiry date	**Number of options outstanding**	**Number of options exercisable**	**Weighted average exercise price**	**Weighted average remaining life**
	#	#	$	Years
February 15, 2027	1,550,000	1,550,000	0.85	2.04
August 11, 2027	990,000	742,500	0.35	2.53
January 27, 2028	619,000	464,250	0.27	2.99
April 19, 2028	2,050,000	1,412,500	0.26	3.22
	5,209,000	**4,169,250**	**0.45**	**2.71**

During the three and six months ended January 31, 2025, the Company recognized share-based compensation of $29,831 and $59,915, respectively (2024 - $44,602 and $199,635, respectively), relating to the vesting of stock options. Share-based compensation was allocated to operating expenses as follows:

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	**2025**	2024
	$	$	**$**	$
Consulting fees	**6,804**	8,535	**13,665**	56,237
Director and management fees	**16,405**	(1,330)	**32,892**	63,527
Exploration and evaluation expenditures	**4,773**	28,875	**9,627**	61,833
Professional fees	**1,849**	8,522	**3,731**	18,038
	29,831	44,602	**59,915**	199,635

9. RELATED PARTY TRANSACTIONS

The Company's related parties include key management personnel and companies controlled by key management personnel. Key management personnel are defined as those having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company's key management personnel consist of executive and non-executive members of the Company's Board of Directors and Corporate Officers.

As at January 31, 2025, there was $301,791 (July 31, 2024 - $136,048) due to related parties and was included in accounts payable and accrued liabilities. The amounts due are unsecured, due on demand and are non-interest bearing.

(Unaudited - Expressed in Canadian dollars, except where noted)

9. RELATED PARTY TRANSACTIONS (continued)

A summary of the Company's related party transactions is as follows:

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	**2025**	2024
	$	$	**$**	$
Director and management fees [(1)]	**31,405**	76,194	**62,892**	152,884
Exploration and evaluation [(2)]	**57,377**	195,441	**114,794**	364,932
Professional fees [(3)]	**31,075**	46,203	**62,166**	80,255
	119,857	317,838	**239,852**	598,071

(1) During the three and six months ended January 31, 2025, director and management fees include share-based compensation of $16,405 and $32,892, respectively (2024 - $52,004 and $105,799, respectively).
(2) During the three and six months ended January 31, 2025, exploration and evaluation expense includes share-based compensation of $2,387 and $4,814, respectively (2024 - $28,875 and $61,833, respectively).
(3) During the three and six months ended January 31, 2025, professional fees include share-based compensation of $1,075 and $2,166, respectively (2024 - $5,798 and $12,350, respectively).

10. CAPITAL MANAGEMENT

The Company's capital structure consists of shareholders' equity. The Company's objective when managing capital is to maintain adequate levels of funding to support current operations comprising the acquisition and development of its exploration and evaluation assets. The Company obtains funding primarily through issuing common shares. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future.

There were no changes to the Company's approach to capital management during the six months ended January 31, 2025. The Company is not subject to externally imposed capital requirements.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments consist of cash and cash equivalents, securities held for trading, and accounts payable and accrued liabilities.

IFRS 13 *Fair Value Measurement* establishes a fair value hierarchy for financial instruments measured at fair value that reflects the significance of inputs used in making fair value measurements as follows:

- Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 - Inputs that are not based on observable market data.

As at January 31, 2025 and July 31, 2024, securities held for trading were measured at fair value using level 1 inputs. The fair value of securities held for trading was measured based on the quoted market price of the related common shares at close of trading on each reporting date, and changes in fair value are recognized in profit or loss.

The carrying value of cash and cash equivalents, and accounts payable and accrued liabilities are measured at amortized cost and the fair value of these financial instruments approximates their carrying values due to the short-term nature of these instruments.

During the six months ended January 31, 2025, there were no transfers between categories in the fair value hierarchy.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below:

a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the Company to incur a financial loss. The Company's primary exposure to credit risk is on its cash and cash equivalents. The Company manages its credit risk relating to cash and cash equivalents through the use of a major financial institution which has a high credit quality as determined by rating agencies. As at January 31, 2025, the Company had cash and cash equivalents of $66,569 (July 31, 2024 - $175,894) held with large established banks in Canada and Guyana. The Company assesses its credit risk as low.

b) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet its obligations under financial instruments. The Company is exposed to liquidity risk through its accounts payable and accrued liabilities. The Company's liquidity and operating results may be adversely affected if its access to capital markets is hindered. The Company has no sources of revenue and has obligations to settle its accounts payable and accrued liabilities over the next 12 months. Refer to Note 1 with respect to going concern matters. As at January 31, 2025, the Company had a working capital deficiency of $530,399 (July 31, 2024 - $14,123) and has assessed liquidity risk as high.

c) Market risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of the changes in the foreign exchange rates. The Company is exposed to foreign currency risk, as certain monetary financial instruments are denominated in United States dollars and Guyanese dollars. A summary of the Company's financial assets and liabilities denominated in United States dollars and Guyanese dollars, presented in their Canadian dollar equivalents, is as follows:

	January 31, 2025	July 31, 2024
	$	$
Cash and cash equivalents	**21,169**	49,684
Accounts payable and accrued liabilities	**(258,859)**	(248,079)

The Company has not entered any foreign currency contracts to mitigate this risk. Assuming all other variables remain constant, an increase or a decrease of 10% of the US dollar and the Guyanese dollar against the Canadian dollar would result in an impact of approximately $23,769 (July 31, 2024 - $19,839) to the Company.

Price risk is the risk of the Company realizing a loss as a result of a decline in value with respect to its equity investments. The Company is exposed to price risk through its securities held for trading.

12. SEGMENTED INFORMATION

The Chief Operating Decision Maker ("CODM") of the Company has been identified as the Chief Executive Officer, who makes strategic decisions and allocates resources across operating segments. The CODM determines the reportable segments of the Company based on the availability of discrete financial results and the nature of operations relating to each operating segment.

The CODM identified one operating segment, being the exploration and evaluation assets which are located in Guyana.