EARTHWISE MINERALS CORP.

CONDENSED INTERIM FINANCIAL STATEMENTS

For the nine months ended December 31, 2024

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

NOTICE OF NO AUDITOR REVIEW OF THE CONDENSED INTERIM FINANCIAL STATEMENTS

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

The accompanying unaudited condensed interim financial statements of the Company for the nine months ended December 31, 2024 have been prepared by and are the responsibility of the Company's management, and have not been reviewed by the Company's auditors.

EARTHWISE MINERALS CORP.
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
As at December 31, 2024 and March 31, 2024
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	December 31, 2024	March 31, 2024
ASSETS		
Current		
Cash	$ 4,800	$ 70,914
Amounts receivable	8,238	23,668
Prepaid expenses and deposits (Note 7)	-	31,500
	$ 13,038	$ 126,082
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 7)	$ 1,129,775	$ 942,656
Loans and promissory note payable (Note 11)	22,900	-
	1,152,675	942,656
SHAREHOLDERS' DEFICIT		
Share capital (Note 6)	5,392,646	5,392,646
Share subscriptions receivable (Note 6)	(5,000)	(5,000)
Contributed surplus (Note 6)	595,709	595,709
Accumulated deficit	(7,122,992)	(6,799,929)
	(1,139,637)	(816,574)
	$ 13,038	$ 126,082

Going concern (Note 2)
Commitments and contingency (Note 11)
Subsequent event (Note 13)

APPROVED ON BEHALF OF THE BOARD:

"Abbey Olaiya" Director
Abbey Olaiya

"Mark Luchinski" Director
Mark Luchinski

EARTHWISE MINERALS CORP.
CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
For the three and nine months ended December 31, 2024 and 2023
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	For the three months ended December 31,		For the nine months ended December 31,	
	2024	**2023**	**2024**	**2023**
Expenses				
Consulting fees (Note 7)	$ 70,353	$ 92,000	$ 220,353	$ 184,000
Exploration costs (recovery) (Notes 5 and 7)	-	(275,665)	-	(347,916)
Marketing	-	5,920	-	18,420
Office and general	3	1,445	600	1,881
Professional fees	39,213	1,311	43,699	19,807
Regulatory and transfer agent fee	2,295	-	9,197	13,772
Rent (Note 7)	-	3,808	-	-
Share-based payments (Notes 6 and 7)	-	35,571	-	35,571
Travel, conferences and entertainment	632	34,108	7,484	37,184
Website	-	3,850	-	6,600
	(112,496)	97,652	(281,333)	30,681
Other items:				
Interest income	-	18	154	1,379
Penalties and other interest charges (Note 11)	(13,915)	(12,574)	(41,884)	(40,117)
	(13,915)	(12,556)	(41,730)	(38,738)
Net income (loss) and comprehensive income (loss) for the period	$ (126,411)	$ 85,096	$ (323,063)	$ (8,057)
Basic and diluted income (loss) per share	$ (0.01)	$ (0.01)	$ (0.03)	$ (0.00)
Weighted average number of common shares outstanding	11,101,036	11,059,003	11,101,036	10,927,928

EARTHWISE MINERALS CORP.
CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT
For the nine months ended December 31, 2024 and 2023
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	Number of Shares	Share Capital	Share Subscriptions Receivable	Contributed Surplus	Accumulated Deficit	Total Shareholders' Equity (Deficit)
Balance, March 31, 2023	9,454,383	$ 5,288,146	$ (45,000)	$ 583,709	$ (6,011,125)	$ (184,270)
Shares issued for exploration and evaluation asset	1,600,000	62,000	-	-	-	62,000
Shares issued for RSU	425,000	21,250	-	(21,250)	-	-
Share subscriptions received	-	-	40,000	-	-	40,000
Share-based payments for RSU's granted	-	-	-	35,571	-	35,571
Net loss for the period	-	-	-	-	(8,057)	(8,057)
Balance, December 31, 2023	11,479,383	$ 5,371,396	$ (5,000)	$ 598,030	$ (6,019,182)	$ (54,756)

	Number of Shares	Share Capital	Share Subscriptions Receivable	Contributed Surplus	Accumulated Deficit	Total Shareholders' Equity (Deficit)
Balance, March 31, 2024	11,904,383	$ 5,392,646	$ (5,000)	$ 595,709	$ (6,799,929)	$ (816,574)
Net loss for the period	-	-	-	-	(323,063)	(323,063)
Balance, December 31, 2024	11,904,383	$ 5,392,646	$ (5,000)	$ 595,709	$ (7,122,992)	$ (1,139,637)

EARTHWISE MINERALS CORP.
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
For the nine months ended December 31, 2024 and 2023
(Expressed in Canadian Dollars)
(Unaudited – Prepared by Management)

	For the nine months ended December 31	
	2024	**2023**
Operating Activities		
Net loss for the period	$ (323,063)	$ (8,057)
Items not affecting cash:		
Share-based payments	-	35,571
Changes in non-cash working capital items related to operations:		
Amounts receivable	15,430	112,710
Prepaid expenses and deposits	31,500	(8,208)
Accounts payable and accrued liabilities	187,119	(56,440)
Cash provided by (used in) in operating activities	(89,014)	75,576
Investing Activities		
Proceeds from the sale of exploration and evaluation asset	-	10,000
Cash provided by investing activities	-	10,000
Financing Activities		
Loans and promissory note received	32,900	-
Loans and promissory note paid	(10,000)	-
Share subscriptions received	-	40,000
Cash provided by financing activities	22,900	40,000
Change in cash during the period	(66,114)	125,576
Cash, beginning of period	70,914	42,029
Cash, end of the period	$ 4,800	$ 167,605
Supplemental Disclosure of Cash Flow Information:		
Cash paid during the period:		
Interest	$ -	$ -
Income taxes	$ -	$ -
Non-cash Transactions		
Shares issued for exploration and evaluation assets	$ -	$ 62,000
Fair value on RSU issued	$ -	$ 21,250

Non-cash transactions – (Note 12)

1. CORPORATE INFORMATION

Earthwise Minerals Corp. (the "Company") is a mineral property exploration company whose common shares trade on the Canadian Securities Exchange ("CSE"). On April 15, 2021, the Company was listed and commenced trading on the CSE on April 19, 2021 under the trading symbol "HM". On April 18, 2023, the Company changed the name to 'Earthwise Minerals Corp.' The Company commenced trading on CSE under the new trading symbol "WISE" on April 21, 2023.

On December 14, 2022, the Company completed a share consolidation on the basis of one-post consolidation common share for every ten pre-consolidation common shares (the "Share Consolidation"). The exercise price of the outstanding stock options, warrants, RSUs and the number of options, warrants and RSUs were proportionately adjusted upon the Share Consolidation. All historical information presented in the financial statements have been adjusted to reflect the Share Consolidation.

The Company was incorporated on April 26, 2019 in British Columbia. The head office and registered and records office of the Company is located at Suite 330 – 470 Granville Street, Vancouver, BC, V6C 1V4.

2. BASIS OF PREPARATION

(a) Statement of Compliance

These condensed interim financial statements, including comparatives, have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") and in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting.

These condensed interim financial statements were approved and authorized for issue by the Board of Directors on February 27, 2025.

(b) Basis of Measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The financial statements are presented in Canadian dollars, unless otherwise noted.

(c) Going Concern

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company was not expected to continue operations for the foreseeable future. At December 31, 2024, the Company has not achieved profitable operations, has accumulated losses of $7,122,992 (March 31, 2024 - $6,799,929) since inception and expects to incur further losses in the development of its business.

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, including, relations between NATO and Russian Federation regarding the situation in Ukraine, the escalation of war between Hamas and Israel in Gaza and potential economic global challenges such as the risk of the higher inflation and energy crisis, may create further uncertainty and risk with respect to the prospects of the Company's business.

2. BASIS OF PREPARATION – (cont'd)

(c) Going Concern – (cont'd)

The above material uncertainties cast significant doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent upon successful results from its exploration and evaluation activities, its ability to attain profitable operations to generate funds and/or its ability to raise equity capital or borrowings sufficient to meet its current and future obligations. 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.

3. MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently in the financial statements, unless otherwise indicated.

<u>Exploration and Evaluation Assets</u>

Exploration and evaluation rights to explore

The Company capitalizes direct mineral property acquisition costs and those expenditures incurred following the determination that the property has economically recoverable reserves. Mineral property acquisition costs include cash consideration, option payment under an earn-in arrangement and the fair value of common shares issued for mineral property interests, pursuant to the terms of the relevant agreement. Once the technical feasibility and commercial viability of extracting the mineral resources has been determined, the property is considered to be a mine under development and development costs are capitalized to "property, plant and equipment" on the statement of financial position. These costs are amortized over the estimated life of the property following commencement of commercial production, or written off if the property is sold, allowed to lapse or abandoned, or when impairment in value has been determined to have occurred. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

Exploration and evaluation expenditures

Exploration and evaluation ("E & E") expenditures are charged to operations in the year incurred until such time as it has been determined that a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop a property are capitalized into property, plant and equipment.

<u>Impairment of Assets</u>

The Company's assets are reviewed for an indication of impairment at each statement of financial position date and whenever events suggest that the carrying amounts may not be recoverable. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit or loss for the period.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

3. MATERIAL ACCOUNTING POLICIES – (cont'd)

Financial Instruments

Financial Assets

The Company initially measures cash at fair value and subsequently measures it at amortized cost.

Financial Liabilities

The Company initially measures its accounts payable and accrued liabilities at fair value and subsequently measures it at amortized cost.

Provisions

Rehabilitation Provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by exploration and evaluation activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the year in which the obligation is incurred. The nature of the rehabilitation activities includes restoration, reclamation and re-vegetation of the affected exploration sites.

The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related exploration and evaluation assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks.

Additional environment disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the year in which they occur.

Other Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

3. MATERIAL ACCOUNTING POLICIES – (cont'd)

Share Capital

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in the private placements is determined to be the more easily measurable component and is valued at their fair value, as determined by the closing quoted bid price on the date of issuance once the shares are listed on a stock exchange. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded to contributed surplus.

Mining tax credit

Mining tax credits are recorded when there is reasonable assurance that the Company has complied with, and will continue to comply with, all conditions needed to obtain the credits and collectability is assured.

Flow-through Shares

The Company will, from time to time, issue flow-through shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On the issuance of a flow-through share, it is bifurcated into equity (share) and liability (flow-through) components on the issue date. The equity portion is measured at the market value and the residual is allocated as a liability. This is effectively the "premium" the investor attributes to a flow-through share versus an ordinary share. Upon qualifying expenditures being incurred, the Company derecognizes the liability and recognizes the premium as other income.

The flow-through share program requires the Company to spend an amount equivalent to the proceeds of the issued flow-through common shares on Canadian qualifying exploration expenditures within the timeline specified by the Government of Canada flow-through regulations. If this deadline has passed, the Company would need to amend the tax forms for any unspent exploration expenditures renounced and the related flow-through premium will be reversed to share capital. The Company may be required to indemnify the flow-through shareholders for any tax and other costs payable by them if the required exploration expenditures are not incurred before the deadline. The Company will also be subject to a Part XII.6 tax on flow-through proceeds renounced under the Government of Canada flow-through regulations. The related interest and penalties for the Part XII.6 tax and any potential costs to indemnify the shareholders is recorded into penalties and other interest charges on the statements of loss and comprehensive loss.

Share-based Payments

Equity-settled share-based payments for directors, officers and employees are measured at fair value at the date of grant using the Black-Scholes valuation model and recorded as compensation expense in profit or loss, with a corresponding increase to contributed surplus. The fair value determined at the grant date of the equity-settled share based payments is expensed on a graded vesting basis over the vesting period based on the Company's estimate of stock options that will eventually vest. Any consideration paid by directors, officers, employees and consultants on exercise of equity-settled share-based payments, along with the amounts reflected in contributed surplus, is credited to share capital. Shares are issued from treasury upon the exercise of the equity-settled share based instruments.

3. MATERIAL ACCOUNTING POLICIES – (cont'd)

Compensation expense on stock options granted to non-employees is measured at the earlier of the completion of performance and the date the options are vested using the fair value method and is recorded as an expense in the same period as if the Company had paid cash for the goods or services received. When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the

Share-based Payments – (cont'd)

fair value is measured by the use of the Black-Scholes valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

The Company measures the cost of equity-settled share-based transactions by reference to the fair value of the equity instruments at the date at which they are granted. For RSUs, the fair value of the grant is determined by multiplying the Company's share price at grant date by the number of RSU's granted. The resulting fair value of the RSU's is then adjusted for an estimated forfeiture rate which is determined based on historical data and is recognized over the vesting period. Actual number of RSU's that will eventually vest is likely to be different from estimation.

Recent accounting pronouncements

The following new standard was adopted during the year and did not have a significant impact on the Company's financial statements:

Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

The amendments to IAS 1 provide a more general approach to the classification of liabilities based on the contractual arrangements in place at the reporting date. These amendments are effective for reporting periods beginning on or after January 1, 2024 and are not expected to have a material impact on the Company.

The following new standard is not yet effective and had not been applied in preparing these financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 introduces three sets of new requirements to give investors more transparent and comparable information about companies' financial performance for better investment decisions.

1. Three defined categories for income and expenses – operating, investing or financing – to improve the structure of the income statements, and require all companies to provide new defined subtotals, including operating profit;
2. Requirement for companies to disclose explanations of management-defined performance measures (MPMs) that are related to the income statement; and
3. Enhanced guidance on how to organize information and whether to provide it in the primary financial statements or in the notes.

This new standard is effective for reporting periods beginning on or after January 1, 2027. The Company will be evaluating the impact of the above amendments on its financial statements.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in net loss in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Critical Judgments, Estimates and Assumptions in Applying Accounting Policies

Information about judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

Going Concern

The assessment of the Company's ability to continue as a going concern requires significant judgement. See Note 2(c).

5. EXPLORATION AND EVALUATION ASSET AND EXPENDITURES

Gilnockie Property

On November 14, 2022, the Company entered into a land purchase and sale contract agreement with Strata GeoData Services Ltd. to acquire 100% interest in 2 mineral claims, known as the Gilnockie property, located 40 kilometers south of Cranbrook, British Columbia. As consideration, the Company paid a cash purchase price of $21,425.

During the year ended March 31, 2023, the Company recorded a write-down of $11,425 to its recoverable amount of $10,000. During the year ended March 31, 2024, the Company disposed of the Gilnockie Property and received $10,000 in cash consideration.

6. SHARE CAPITAL

(a) Authorized

Unlimited common shares with no par value.

(b) Escrow Shares

Pursuant to an escrow agreement dated March 5, 2021, an aggregate of 610,000 common shares were placed into escrow to be released as to 10% upon receipt of notice from the CSE confirming the listing of the Company's common shares on the CSE with the remaining 90% to be released in equal tranches at six-month intervals over the 36 months following receipt of such notice. As at December 31, 2024, the Company had Nil (March 31, 2024 – 91,500) common shares held in escrow.

(Expressed in Canadian Dollars)

6. SHARE CAPITAL – (cont'd)

(c) Issued

During the year ended March 31, 2024, the Company:

i) issued 1,600,000 common shares fair valued at $62,000 pursuant to an option agreement. The fair value of the 1,600,000 common shares issued to the optionor were estimated based on the trading price of the shares on the date of issuance of $0.083 per share, discounted by the put option, calculated using the Black-Scholes option-pricing model, for the length of the hold period. The weighted average of the inputs is as follows - Share price on date of grant of $0.083; Risk-free interest rate of 3.69%; Hold period of 0.63 years; and Expected volatility of 210%. The volatility was determined based on the historical trading prices of the Company.

ii) issued an aggregate of 850,000 common shares upon the vesting of RSU and transferred $42,500 from contributed surplus.

(d) Share Purchase Warrants

The changes in share purchase warrants were as follows:

	December 31, 2024	Weighted Average Exercise Price	March 31, 2024	Weighted Average Exercise Price
Balance, beginning of period	3,182,500	$0.47	6,775,000	$0.98
Expired	(1,595,000)	0.83	(3,592,500)	1.44
Balance, end of period	1,587,500	$0.10	3,182,500	$0.47

As at December31, 2024, the Company had 1,587,500 share purchase warrants outstanding as follows:

Number of Warrants	Exercise Price	Expiry Date	Weighted average remaining life
1,587,500	$0.10	March 20, 2025	
1,587,500			0.22 yrs.

(e) Finders' Warrants

The changes in finders' warrants were as follows:

	December 31, 2024	Weighted Average Exercise Price	March 31 2024	Weighted Average Exercise Price
Balance, beginning of period	112,000	$0.49	354,838	$1.02
Expired	(72,000)	0.70	(242,838)	1.26
Balance, end of period	40,000	$ 0.10	112,000	$0.49

As at December 31, 2024, the Company had 56,000 finders' warrants outstanding as follows:

Number of Warrants	Exercise Price	Expiry Date	Weighted average remaining life
40,000	$0.10	March 20, 2025	
40,000			0.22 yrs.

(Expressed in Canadian Dollars)

6. SHARE CAPITAL – (cont'd)

(f) Stock Options

The Company adopted a stock option plan whereby the Board of Directors may, from time to time, grant incentive stock options or restricted stock units (collectively, the "Awards") to directors, officers, employees and consultants. Under the plan, Awards issued may not exceed 10% of the issued common shares of the Company. The term of stock options shall be ten years from the grant date unless otherwise determined by the Board. The exercise price shall be determined by the Board but shall not be less than the fair market value of the common shares on the grant date.

On February 14, 2024, the Company granted 400,000 stock options to a consultant of the Company. The stock options entitle the holder thereof the right to purchase one common share for each option at $0.05 per share expiring on February 14, 2029. These stock options vested at the date of grant with a fair value of $12,000 which was determined using the Black Scholes option valuation model with the following assumptions – Share price on date of grant of $0.05; Risk-free interest rate of 3.60%; Dividend yield of 0%; Expected life of 5 years; Forfeiture rate of 0% and Expected volatility of 100%. Since the Company does not have enough history of trading prices, the Company utilized annualized volatility of comparable start-up companies.

The changes in stock options are as follows:

	December 31, 2024	Weighted Average Exercise Price	March 31, 2024	Weighted Average Exercise Price
Balance, beginning of period	606,000	$0.28	671,000	$0.70
Granted	-	-	400,000	0.05
Forfeited	-	-	(465,000)	0.70
Balance, end of period	606,000	$0.28	606,000	$0.28

As at December 31, 2024, the Company had 606,000 stock options outstanding as follows:

Number of Options	Exercise Price	Expiry Date	Weighted average remaining life
56,000	$1.30	May 3, 2025	
150,000	$0.50	July 7, 2027	
400,000	$0.05	February 14, 2029	
606,000			3.36 yrs.

(Expressed in Canadian Dollars)

6. SHARE CAPITAL – (cont'd)

(g) Restricted Share Unit

During the year ended March 31, 2024, the Company agreed to grant 850,000 RSU to directors, officers and consultants of the Company that vest at 50% on December 30, 2023, and the remaining 50% on February 29, 2024. During the year ended March 31, 2024, the Company recognized $42,500 as share-based payment and, as the Company intends to settle the RSU through equity settlement, recorded a corresponding credit to contributed surplus. As at March 31, 2024, the Company had issued 850,000 common shares upon the vesting of RSUs and transferred $42,500 from contributed surplus.

7. RELATED PARTY TRANSACTIONS AND BALANCES

The following expenses were incurred with key management personnel of the Company. Key management personnel are persons responsible for planning, directing and controlling the activities of an entity, and include certain directors and officers. Key management compensation comprises:

		For the nine months ended December 31, 2024	2023
Consulting fees	Enermetal Ventures Inc., company controlled by Patrick Morris, Former CEO	$ 80,000	$ 67,500
	Jasmine Cherian, Former CFO	-	4,000
		80,000	71,500
Share-based payments	Mark Luchinski, Director	-	2,092
	George Yordanov, VP of Exploration and Director	-	2,092
	Abbey Olaiya, CFO and Director	-	2,092
	Patrick Morris, Former CEO	-	12,555
	Jasmine Cherian, Former CFO	-	2,092
	Abbey Olaiya, CFO and Director	-	2,092
		-	20,923
		$ 80,000	$ 92,423

As at December 31, 2024, prepaid expenses and deposits includes $Nil (March 31, 2024 - $21,000) in prepaid consulting fees to the former CEO.

Included in accounts payable and accrued liabilities at December 31, 2024 is $59,383 (March 31, 2024 - $6,384) to a company controlled by the former CEO, namely Patrick Morris. These amounts owing are unsecured, due on demand, and non-interest bearing.

8. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to identify, pursue and complete the exploration and development of resource properties, to maintain financial strength, to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain credit worthiness and to maximize returns for shareholders over the long term. The Company does not have any externally imposed capital requirements to which it is subject to. Capital of the Company comprises of cash and shareholders' deficit.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares.

The Company's investment policy is to invest its cash in financial instruments in high credit quality financial institutions with terms to maturity selected with regards to the expected timing of expenditures from continuing operations.

There were no changes to the Company's approach to capital management during the period.

9. FINANCIAL INSTRUMENTS AND RISKS

The Company is exposed through its operations to the following financial risks:

- Liquidity risk
- Market risk
- Credit risk

In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, polices and processes for managing those risks or the methods used to measure them unless otherwise stated in the note.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company manages its liquidity risk by forecasting cash flows required for operations and anticipated investing and financing activities.

9.FINANCIAL INSTRUMENTS AND RISKS – (cont'd)

Liquidity Risk – (cont'd)

The business of mining and exploration involves a high degree of risk and there can be no assurance that exploration programs will result in profitable mining operations. The Company monitors its cash flows to meet the Company's normal operating requirements on an ongoing basis and its planned capital expenditures. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. As at December 31, 2024 the Company had a working capital deficiency of $1,139,637 (March 31, 2024 - $816,574). The Company has insufficient cash to meet its requirements for administrative overhead, to conduct due diligence on mineral property acquisition targets, and to conduct exploration of its mineral properties and mineral properties that may be acquired.

The Company does not generate cash flows from operations to fund its activities and therefore relies principally upon the issuance of securities for financing. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. The Company intends to continue relying upon the issuance of securities to finance its future activities but there can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, investment fluctuations, and commodity and equity prices.

Interest Rate Risk

The Company is not exposed to significant interest rate risk.

Price Risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Credit Risk

Financial instruments that potentially expose the Company to credit risk is cash. To minimize the credit risk on cash the Company places the instrument with a high credit quality financial institution. The maximum exposure to loss arising from these advances is equal to their total carrying amounts.

Fair Values

The Company's financial instruments at amortized cost includes cash, accounts payable and accrued liabilities, promissory note payable and loans payable. The carrying amounts of these financial instruments approximate their fair values because of their current nature.

10. COMMITMENTS AND CONTINGENCIES

Flow-through common shares require the Company to spend an amount equivalent to the proceeds of the issued flow-through common shares on Canadian qualifying exploration expenditures. The Company may be required to indemnify the holders of such shares for any tax and other costs payable by them as the Company has not made the required exploration expenditures.

During the year ended March 31, 2022, the Company received $2,002,000 from the issuance of flow-through shares. The Company renounced $2,001,834 to the subscribers and has until December 31, 2022, to incur the qualifying expenditures. As at March 31, 2023, the deadline to incur the qualifying expenditures has passed and the Company did not fulfill its obligations of approximately $826,000. An amount totaling $543,700 was accrued for the indemnification of the shareholders for taxes and penalties related to the unspent portion of the commitment including Part XII.6 taxes and related interest and penalties. During the year ended March 31, 2024, the Company paid $32,993 in Part XII.6 taxes and penalties to Revenue Quebec and accrued an additional $50,505 in interest expense. Included in accounts payable and accrued liabilities at March 31, 2024 is $563,517 for the indemnification of the shareholders and Part XII.6 taxes and related interest and penalties. During the year ended March 31, 2024, flow-through premium of $Nil is recognized.

During the year ended March 31, 2023, the Order of Geologists of Quebec (“Order”) filed a complaint that the Company’s former chief geologist engaged in professional activities reserved for the members of the Order, while he was not a member of the Order nor otherwise authorized by the law to engage in such activities. As at March 31, 2023, the Company estimated that it would likely settle a potential obligation of $51,000 for $15,000, and recorded a $15,000 provision.

In June 2024, the Company received a Notice of Judgement from Ministère de la Justice Quebec related to the complaint for a total fine and contribution of $90,668 and is required to pay this amount by October 13, 2024. The Company recognized in penalties and other interest charges an additional cost of $75,668 in 2024. As at December 31, 2024, $90,668 (March 31, 2024 - $90,668) was included in accounts payable and accrued liabilities.

11. LOANS AND PROMISSORY NOTE PAYABLE

During the period ended December 31, 2024, the Company entered into a $25,000 promissory note which accrues interest at 10% per annum and is due on demand. At December 31, 2024, $15,000 was payable.

During the period ended December 31, 2024, the Company received a $6,000 non-interest bearing loan with no fixed terms for repayment.

During the period ended December 31, 2024, the Company received a $1,900 non-interest bearing loan with no fixed terms for repayment.

12. NON-CASH TRANSACTIONS

Investing and financing activities that do not have a direct impact on current cash flows are excluded from the statements of cash flows. The following transactions have been excluded from the statements of cash flows:

During the year ended March 31, 2024:

- The Company issued 1,600,000 common shares pursuant to the property option agreement fair valued at $62,000.
- The Company issued an aggregate of 850,000 common shares to settle RSU fair valued at $42,500.
- The Company reclassified $4,210 advances received from share subscriptions receivable to accounts payable and accrued liabilities.

13. SUBSEQUENT EVENT

Subsequent to December 31, 2024, the Company closed a $235,258 non-brokered private by issuing 11,762,900 common shares at a price of $0.02 per common share.