

Affinity Metals Corp.
Financial Statements
Three-Month Period Ended September 30, 2024
(Unaudited – prepared by management)
(Expressed in Canadian Dollars)

Affinity Metals Corp.
Statements of Financial Position
As at September 30 and June 30, 2024
(Unaudited – prepared by management)
(Expressed in Canadian Dollars)

	Note	September 30, 2024	June 30, 2024
ASSETS			
Current assets			
Cash and cash equivalents	2	\$ 41,924	\$ 74,051
Marketable securities	3, 10	212,983	140,983
GST receivable		9,812	4,856
Prepaid expenses		362	362
		265,081	220,252
Non-current assets			
Exploration and evaluation assets	4	1,880,177	1,876,577
TOTAL ASSETS		\$ 2,145,258	\$ 2,096,829
LIABILITIES			
Current Liabilities			
Trade payables and accrued liabilities	5, 10	\$ 892,416	\$ 811,065
Promissory note payable	6, 10	141,815	140,502
		1,034,231	951,567
Non-current liability			
Promissory note payable	6, 10	-	-
TOTAL LIABILITIES		1,034,231	951,567
SHAREHOLDERS' EQUITY			
Share capital	8	19,989,948	19,989,948
Reserves	8	3,932,109	3,860,109
Deficit		(22,811,030)	(22,704,795)
TOTAL SHAREHOLDERS' EQUITY		1,111,027	1,145,262
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		\$ 2,145,258	\$ 2,096,829

NATURE AND CONTINUANCE OF OPERATIONS (Note 1)

Approved on Behalf of the Board:

/s/ "Robert Edwards"
Robert Edwards, Director

/s/ "Darren Blaney"
Darren Blaney, Director

Affinity Metals Corp.
Statements of Loss and Comprehensive Loss
For the Periods Ended September 30,
(Unaudited – prepared by management)
(Expressed in Canadian Dollars)

	Note	Three-months ended	
		September 30, 2024	September 30, 2023
Expenses			
Business development and property investigation		\$ 9,375	\$ (6,899)
Consulting fees	10	90,000	90,000
Interests	6, 10	1,312	1,312
Office and miscellaneous		3,737	12,781
Professional fees		908	2,575
Transfer agent and filing fees		900	900
Net loss		(106,232)	(100,669)
Other comprehensive income (loss)			
Unrealized (loss) gain on short-term investments	3	72,000	(24,450)
Total comprehensive loss		\$ (34,232)	\$ (125,119)
Weighted average number of outstanding shares		53,858,165	53,858,165
Loss per share - basic and diluted		\$ (0.00)	\$ (0.00)

Affinity Metals Corp.
Statements of Changes in Equity
For the Three-month Periods Ended September 30, 2024 and 2023
(Unaudited – prepared by management)
(Expressed in Canadian Dollars)

	Note	Share Capital		Reserves			Investment revaluation reserve	Deficit	Total
		Number of shares	Amount	Stock option reserve	Warrant reserve	Debt discount reserve			
Balance at June 30, 2023		53,858,165	\$ 19,989,948	\$ 1,557,858	\$ 2,083,611	\$ 57,223	\$ 72,077	\$ (22,125,406)	\$ 1,635,311
Net loss for the period		-	-	-	-	-	-	(100,669)	(100,669)
Unrealized gain on marketable securities	3	-	-	-	-	-	(24,450)	-	(24,450)
Balance at September 30, 2023		53,858,165	\$ 19,989,948	\$ 1,630,292	\$ 2,083,611	\$ 57,223	\$ 47,627	\$ (22,226,075)	\$ 1,510,192
Balance at June 30, 2024		53,858,165	\$ 19,989,948	\$ 1,630,292	\$ 2,083,611	\$ 57,223	\$ 88,983	\$ (22,704,798)	\$ 1,145,259
Net loss for the period		-	-	-	-	-	-	(106,232)	(106,232)
Share-based compensation	8, 9,10	-	-	-	-	-	-	-	-
Unrealized gain on marketable securities	3	-	-	-	-	-	72,000	-	72,000
Balance at September 30, 2024		53,858,165	\$ 19,989,948	\$ 1,630,292	\$ 2,083,611	\$ 57,223	\$ 160,983	\$ (22,811,030)	\$ 1,111,027

See accompanying notes to the financial statements

Affinity Metals Corp.
Statements of Cash Flows
For the Periods Ended September 30,
(Unaudited – prepared by management)
(Expressed in Canadian Dollars)

	Three Months Ended	
	September 30, 2024	September 30, 2023
Operating activities		
Net loss	\$ (106,232)	\$ (100,669)
Adjustments for:		
Interest	1,312	1,312
Changes in non-cash working capital items:		
GST receivable	(4,956)	(626)
Prepaid expenses and deposits	-	-
Trade Payables	81,349	88,758
Net cash flows used in operating activities	(28,527)	(11,225)
Investing activities		
Exploration and Evaluation asset expenditures	(3,600)	(3,600)
Mining exploration tax credit received	-	7,574
Net cash flows from (used in) investing activities	(3,600)	3,974
Decrease in cash and cash equivalents	(32,127)	(7,251)
Cash and cash equivalents, beginning	74,051	104,239
Cash and cash equivalents, ending	\$ 41,924	\$ 96,988

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

1. Nature and continuance of operations

Affinity Metals Corp. (the “Company”) was incorporated on July 10, 1978, under the laws of the province of British Columbia, Canada, and its principal activity is the acquisition and exploration of mineral properties in Canada. The Company’s shares are listed on the TSX Venture Exchange (“TSX-V”) under the symbol “AFF.V”.

The head office, principal address, records office, and registered office of the Company are located at 410 West Georgia Street, 5th Floor, Vancouver, British Columbia, Canada, V6B 0S7.

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 its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at September 30, 2024, the Company had not advanced its exploration and evaluation assets to commercial production and is not able to finance day-to-day activities through operations. The Company’s continuation as a going concern is dependent upon the successful results from its exploration activities and its ability to attain profitable operations and generate funds therefrom and/or raise equity capital or borrowings sufficient to meet current and future obligations. As at September 30, 2024, the Company had current liabilities that exceed its current assets by \$769,150 and an accumulated deficit of \$22,811,027. These conditions raise significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with cash on hand, loans from directors and companies controlled by directors, and or private placement of common shares.

2. Material accounting policy information and basis of presentation

The financial statements were authorized for issue on November 26, 2024 by the directors of the Company.

Statement of compliance

The condensed interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). These condensed interim financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting (“IAS 34”).

These interim unaudited condensed financial statements do not include all of the information required for full annual financial statements and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this unaudited condensed interim financial report be read in conjunction with the annual audited financial statements of the Company for the year ended June 30, 2024. The effects of the adoption of new and amended IFRS pronouncements have been disclosed in Note 3 of the most recent annual audited statements.

The accounting policies and methods of application applied by the Company in these condensed interim financial statements are the same as those applied in the Company’s most recent annual financial statements for the year ended June 30, 2024.

Basis of presentation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

3. Investment in Marketable securities

As at September 30, 2024, the Company holds 800,000 (June 30, 2024 – 800,000) common shares of American Creek Resources Ltd. (“American Creek Shares”) at fair value of \$208,000 (June 30, 2024: \$136,000) and 90,592 (June 30, 2024 – 90,592) common shares of Stinger Resources Inc. at fair value of \$4,983 (June 30, 2024 – \$4,983). The total unrealized gain on marketable securities for the period ended September 30, 2024 is \$72,000 (2024 - \$16,906) which is recorded in other comprehensive income (loss). American Creek Resources Ltd., Stinger Resources Inc., and the Company have directors in common (Note 10).

4. Exploration and evaluation assets

	Balance September 30, 2024	Current Expenditures (Impairment)	Balance June 30, 2023	2023 Expenditures	Balance June 30, 2023
Regal Property, BC					
Property acquisition costs	\$ 188,500	\$ -	\$ 188,500	\$ -	\$ 188,500
Exploration and evaluation costs					
Accommodation and meals	36,808	-	36,808	-	36,808
Assays	36,993	-	36,993	-	36,993
Diamond drilling	934,931	-	934,931	-	934,931
Equipment rental	8,555	-	8,555	-	8,555
Fuel	7,248	-	7,248	-	7,248
Geologist	119,098	-	119,098	-	119,098
Helicopter	708,040	-	708,040	-	708,040
Licenses and permitting	21,646	-	21,646	-	21,646
Mining Exploration Tax Credit	(464,868)	-	(464,868)	(7,574)	(457,294)
Property Bond	22,000	-	22,000	-	22,000
Prospecting	120,384	-	120,384	-	120,384
Reporting costs	5,540	-	5,540	-	5,540
Staking costs	3,658	-	3,658	-	3,658
Supplies and Miscellaneous	106,145	3,600	102,545	14,400	88,145
Support wages	23,087	-	23,087	-	23,087
Travel and transport	2,412	-	2,412	-	2,412
	1,691,677	-	1,688,077	6,826	1,681,251
Total Regal Property, BC	1,880,177	3,600	1,876,577	6,826	1,869,751
Windfall North Property, QC					
Property acquisition costs	20,447	-	20,447	-	20,447
Exploration and evaluation costs					
Impairment of exploration and evaluation assets	(20,447)	-	(20,447)	(20,447)	-
Total Windfall North Property, QC	-	-	-	-	20,447
Total exploration and evaluation assets	\$ 1,880,177	\$ 3,600	\$ 1,876,577	\$ (13,621)	\$ 1,890,198

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

4. Exploration and evaluation assets (continued)

The following is a description of the Company's exploration and evaluation assets and the related spending commitments:

(a) Regal Property, British Columbia

On November 15, 2017, the Company entered into an option agreement to acquire 100% interest in the Regal Property located near Revelstoke, British Columbia. The Company entered into a four-year option agreement, which is now completed.

The vendor retains a 3% NSR which can be fully bought out anytime for \$500,000 cash and 100,000 shares per each 1%.

All payments under the agreement have been met and the Company now holds 100% interest in the Regal Property.

(b) Windfall North, Quebec

During 2021, the Company acquired, through staking, 100% interest in the Windfall North Property located in the province of Quebec. During the year ending June 30, 2024, the Company considered the claims impaired and allowed the claims to lapse.

5. Accounts payables and accrued liabilities

	September 30, 2024	June 30, 2024
Trade payables (Note 10)	\$ 815,301	\$ 733,950
Accrued liabilities	77,115	77,115
	\$ 892,416	\$ 811,065

Included in trade payables and accrued liabilities at September 30, 2024 is \$750,500 (June 30, 2024 - \$656,000) owed to companies owned by officers of the Company for accrued consulting fees (Note 10).

6. Promissory notes payable

A promissory note totaling \$150,000 is payable to a company controlled by a director of the Company (Note 10). The interest rate of 2.5% was fixed until the maturity date of February 8, 2023. The Company estimated that the market interest rate for a similar loan is 16% and recognized at the inception \$17,455 in the debt discount reserve as a discount of the promissory note. The carrying value of the promissory note payable was then carried at amortized costs. The Promissory note agreement was amended on February 8, 2023, extending the maturity date to June 30, 2025, and the fixed interest rate to 3.5%. The amendment was accounted for as an extinguishment of debt and a discount of \$39,768 was recorded in the equity reserve.

The carrying value of the promissory note payable as at September 30, 2024 was \$141,815 (2024: \$140,502) and the interest expense recognized during the period ended September 30, 2024 was \$1,312 (2024 - \$1,312).

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Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
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7. Restoration and environmental obligations

The Company did not provide for any possible restoration and environmental obligations as management believes that no liability exists. It is not currently possible to estimate the impact on operating results, if any, of future legislative or regulatory developments regarding restoration and environmental obligations.

8. Share capital

Authorized share capital

Unlimited number of common shares without par value.

Issued share capital

At September 30, 2024, there were 53,858,165 (June 30, 2024 – 53,858,165) issued and fully paid common shares.

Common shares

Issued during the period ended September 30, 2024

No common shares were issued for the period ended September 30, 2024.

Issued during the year ended June 30, 2024

No common shares were issued for the year ended June 30, 2024.

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the period ended September 30, 2024, was based on the net loss attributable to common shareholders of \$106,232 (2023 – \$100,669) and the weighted average number of common shares outstanding of 53,858,165 (2023 – 53,858,165).

Diluted loss per share did not include the effect of 5,360,000 stock options or 6,000,000 warrants as the effect would be anti-dilutive.

Warrants

Granted during the period ended September 30, 2024:

No warrants were granted for the period ended September 30, 2024.

Granted during the year ended June 30, 2024:

No warrants were granted for the year ended June 30, 2024.

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

8. Share capital (continued)

The following table summarizes the continuity of the Company's warrants:

	September 30, 2024		June 30, 2024	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Warrants outstanding, beginning	6,000,000	\$ 0.05	6,000,000	\$ 0.05
Warrants issued	-	-	-	-
Warrants expired	-	-	-	-
Warrants outstanding, ending	6,000,000	\$ 0.05	6,000,000	\$ 0.05
Warrants exercisable, ending	6,000,000	\$ 0.05	6,000,000	\$ 0.05

The weighted average remaining contractual life of the warrants outstanding as at September 30, 2024 is 0.50 years.

Stock options

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time to time, at its discretion, and in accordance with the TSX-V requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the Company's issued and outstanding common shares. The maximum discount allowed varies with share price, with a maximum of 25% and a minimum price of \$0.05. Options may be exercised no later than 90 days following cessation of the optionee's position with the Company or thirty days following cessation of an optionee conducting investor relations activities' position. Pursuant to the stock option plan, options granted in respect of investor relations activities are subject to vesting in stages over one year from the grant date with a maximum of one-quarter of the options vesting in any three-month period. Vesting restrictions may also be applied to other options grants, at the discretion of the Board of Directors.

Granted during the period ended September 30, 2024:

No options were granted for the period ended September 30, 2024.

Granted during the year ended June 30, 2024:

On February 16, 2024, the Company granted 3,690,000 stock options to directors and consultants of the Company. Each option to purchase common shares may be exercised for a period of 10 years from the grant date of the options for \$0.05.

On December 20, 2023, the Company canceled 2,415,000 stock options to directors and consultants of the Company. The exercise price of the canceled options ranged between \$0.06 and \$0.11.

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

8. Share capital (continued)

The following table summarizes the continuity of the Company's stock options:

	September 30, 2024		June 30, 2024	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding, beginning	5,360,000	\$ 0.05	4,085,000	\$ 0.08
Options granted	-	-	3,690,000	\$ 0.05
Options expired	-	-	-	-
Options cancelled	-	-	(2,415,000)	0.10
Options outstanding, ending	5,360,000	\$ 0.05	5,360,000	\$ 0.05
Options exercisable, ending	5,360,000	\$ 0.05	5,360,000	\$ 0.05

The weighted average remaining contractual life of the option outstanding as at June 30, 2024 is 7.22 years.

9. Reserves

Warrant reserve

The warrant reserve records the fair value of the common share purchase warrants recorded using the Black-Scholes Option Pricing Model. At the time the warrants are issued, there is a corresponding amount recorded as an offset to share capital.

Granted during the period ended September 30, 2024:

No warrants were granted during the period ended September 30, 2024.

Granted during the year ended June 30, 2023:

No warrants were granted during the year ended June 30, 2024.

Stock option reserve

The stock option reserve records items recognized as share-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital.

Granted/Cancelled during the period ended September 30, 2024

No options were granted or cancelled during the period ended September 30, 2024.

Granted/Cancelled during the year ended June 30, 2024

Granted 3,690,000 options to purchase common shares to directors and consultants of the Company (Note 10). Each option to purchase common shares may be exercised for a period of 10 years from the grant date of the options for \$0.05. The fair value of the common share purchase options was determined to be \$72,434 in total using the Black Scholes Option Pricing Model, assuming a 0% dividend yield, 155% volatility, a risk-free interest rate of 3.48%, and a term of 10 years.

Cancelled during the year ended June 30, 2024:

On December 20, 2023, 2,415,000 options were canceled with exercise prices between \$0.06 and \$0.11.

Affinity Metals Corp.
Notes to the Financial Statements
For the Three-month Period Ended September 30, 2024
(Expressed in Canadian Dollars)

9. Reserves (continued)

Investment revaluation reserve

The investment revaluation reserve records unrealized gains and losses arising from financial assets classified as FVTOCI, except for impairment losses.

Debt discount reserve

The debt discount reserve records the discount amount of the promissory payable at the inception date based on the market interest rate estimated by the Company (Note 6).

10. Related party transactions

The Company incurred the following related party transactions with companies that are controlled by a director of the Company, CEO and CFO.

	Period ended	
	September 30, 2024	September 30, 2023
Accrued Interest expense – Company controlled by a director (Note 6)	\$ 1,312	\$ 1,312

Key management personnel compensation

	Period ended	
	September 30, 2024	September 30, 2023
Consulting fees – accrued to a company controlled by the CEO	\$ 45,000	\$ 45,000
Consulting fees – accrued to a company controlled by the CFO	45,000	45,000
Consulting fees – accrued to officers	\$ 90,000	\$ 90,000

Included in trade payables and accrued liabilities at September 30, 2024 is \$750,500 (June 30, 2024 - \$656,000) owed to companies owned by officers of the Company for accrued consulting fees (Note 5).

A promissory note originally totaling \$150,000 at the rate of 3.5% per annum maturing on June 30, 2025 is due to a company controlled by a director of the Company (Note 6).

As at September 30, 2024, the Company holds 800,000 (June 2024 – 800,000) common shares of American Creek Resources Ltd. and 90,592 (June 2024 – 90,592) common shares of Stinger Resources Inc., companies with common directors (Note 3).

11. Segmented information

Operating segments

The Company operates in a single reportable operating segment – the acquisition, exploration, and development of mineral properties.

Geographic segments

At September 30, 2024, all of the Company's assets are located in Canada.