EagleOne Metals Corporation

Financial Statements

Year Ended September 30, 2024 and 2023

(Expressed in Canadian Dollars)

manning elliott

17th floor, 1030 West Georgia St., Vancouver, BC, Canada V6E 2Y3

Tel: 604. 714. 3600 **Fax:** 604. 714. 3669 **Web:** manningelliott.com

INDEPENDENT AUDITORS' REPORT

To the Shareholders and Directors of EagleOne Metals Corporation

Opinion

We have audited the financial statements of EagleOne Metals Corporation (the "Company") which comprise:

- the statements of financial position as at September 30, 2024 and 2023;
- the statements of comprehensive loss for the years ended September 30, 2024 and 2023;
- the statements of changes in equity for the years ended September 30, 2024 and 2023;
- the statements of cash flows for the years ended September 30, 2024 and 2023; and
- the notes to the financial statements, including material accounting policy information and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at September 30, 2024 and 2023, and its financial performance and its cash flows for the years ended September 30, 2024 and 2023 in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Emphasis of Matter – Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the accompanying financial statements, which describes matters and conditions that indicate the existence of material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters.

Other Information

Management is responsible for the other information. The other information comprises the Company's Management Discussion and Analysis to be filed with the relevant Canadian securities commissions.

Our opinion on the financial statements does not cover the other information, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are, therefore, the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is Waseem Javed.

Manning Elliott LLP

CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, British Columbia
January 27, 2025

EagleOne Metals Corporation
Statements of Financial Position
(Expressed in Canadian Dollars)

	September 30, 2024 $	September 30, 2023 $
ASSETS		
Current assets		
Cash	161,924	320,513
Prepaid expense (Note 4)	42,000	25,000
Total assets	203,924	345,513
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	72,021	44,524
Due to related party (Note 4)	410	410
Total current liabilities	72,431	44,934
Related party promissory note (Note 5)	31,337	–
Total liabilities	103,768	44,934
Shareholders' equity		
Share capital (Note 6)	432,295	11,250
Special warrants (Note 7)	–	173,445
Subscriptions received (Note 7)	–	243,600
Deficit	(332,139)	(127,716)
Total shareholders' equity	100,156	300,579
Total liabilities and shareholders' equity	203,924	345,513

Nature of operations and continuance of business (Note 1)
Subsequent event (Note 12)

Approved and authorized for issuance on behalf of the Board of Directors

/s/ "Matthew Markin"	*/s/ "Barry Wattenberg"*
Matthew Markin, President	Barry Wattenberg, Chief Financial Officer

(The accompanying notes are an integral part of these financial statements)

EagleOne Metals Corporation
Statements of Loss Comprehensive Loss
(Expressed in Canadian Dollars)

	Year ended September 30, 2024 $	Year ended September 30, 2023 $
Expenses		
Exploration and evaluation expenditures (Note 3)	53,532	105,516
General and administrative	757	20,523
Professional fees	120,273	2,075
Transfer agent and filing fees	38,639	761
Total expenses	213,201	128,875
Net loss before other items	(213,201)	(128,875)
Other income or expenses		
Accretion expense (Note 5)	(2,498)	–
Gain on below-market interest rate promissory note (Note 5)	7,298	–
Gain on extinguishment of promissory note (Note 5)	3,863	–
Interest income	163	114
Foreign exchange (loss) gain	(48)	1,073
Net and comprehensive loss for the year	(204,423)	(127,688)
Loss per share, basic and diluted	(0.07)	(0.06)
Weighted average shares outstanding, basic and diluted	3,029,545	2,250,000

(The accompanying notes are an integral part of these financial statements)

EagleOne Metals Corporation
Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Share capital		Warrant	Subscriptions		Total
	Number of shares	Amount $	Reserve $	Received $	Deficit $	Shareholders' equity $
Balance, September 30, 2022	2,250,000	11,250	52,000	–	(28)	63,222
Issuance of special warrants	–	–	121,700	–	–	121,700
Issuance of special warrants for services in relation to private placement	–	–	10,000	–	–	10,000
Special warrant issuance costs	–	–	(10,255)	–	–	(10,255)
Subscriptions received for special warrants	–	–	–	243,600	–	243,600
Net loss for the year	–	–	–	–	(127,688)	(127,688)
Balance, September 30, 2023	2,250,000	11,250	173,445	243,600	(127,716)	300,579
Issuance of special warrants	–	–	243,600	(243,600)	–	–
Issuance of common shares for exploration and evaluation assets (Note 3)	40,000	4,000	–	–	–	4,000
Special warrants converted to common shares	7,453,000	427,300	(427,300)	–	–	–
Special warrant issuance costs converted to share issuance costs	–	(10,255)	10,255	–	–	–
Net loss for the year	–	–	–	–	(204,423)	(204,423)
Balance, September 30, 2024	9,743,000	432,295	–	–	(332,139)	100,156

(The accompanying notes are an integral part of these financial statements)

EagleOne Metals Corporation
Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year ended September 30, 2024 $	Year ended September 30, 2023 $
Operating activities		
Net loss for the year	(204,423)	(127,688)
Adjusted for non-cash items:		
Accretion expense	2,498	–
Gain on issuance of below-market interest rate promissory note	(7,298)	–
Gain on extinguishment of promissory note	(3,863)	–
Shares issued for exploration and evaluation expenditures	4,000	–
Changes in non-cash operating working capital:		
Accounts payable and accrued liabilities	27,497	44,524
Due to related parties	–	400
Prepaid expenses	(17,000)	(25,000)
Net cash used in operating activities	(198,589)	(107,764)
Cash flows from financing activities:		
Proceeds from related party promissory notes	40,000	–
Proceeds from issuance of special warrants, net	–	121,445
Subscriptions received	–	243,600
Net cash provided by financing activities	40,000	365,045
Change in cash and cash equivalents	(158,589)	257,281
Cash and cash equivalents, beginning of year	320,513	63,232
Cash and cash equivalents, end of year	161,924	320,513
Non-cash investing and financing activities:		
Units issued from conversion of special warrants	427,300	–
Shares issued for exploration and evaluation assets	4,000	–
Supplemental disclosures:		
Interest paid	–	–
Income taxes paid	–	–

(The accompanying notes are an integral part of these financial statements)

1. Nature of Operations and Continuance of Business

EagleOne Metals Corporation (the "Company") was incorporated under the laws of British Columbia, Canada on August 8, 2022. The Company's principal business plan is to acquire, explore and develop mineral properties and ultimately seek earnings by exploiting mineral claims. The Company's records and registered office is 3397 Redtail Place, Nanaimo, British Columbia, V9T 6T4.

On February 26, 2024, the company filed a preliminary prospectus with the securities regulation authorities in the province of British Columbia to qualify the distribution of 4,800,000 units upon the exercise of 4,800,000 series "A" special warrants (Notes 7a, 7b) and the distribution of 2,653,000 common shares upon the exercise of 2,653,000 series "B" special warrants (Notes 7c, 7d), for no additional consideration, and list it's issued and outstanding shares on the Canadian Securities Exchange ("CSE"). On August 14, 2024, the Company filed a final prospectus. On August 15, 2024, the Company's common shares were approved for listing on the CSE and began trading under the symbol "EAGL".

These financial statements have been prepared on a going concern basis which assumes that the Company will realize the carrying value of its assets and discharge its liabilities in the normal course of business. As at September 30, 2024, the Company has not generated any revenue and has accumulated losses of $332,139 since inception. The Company's continuation as a going concern is dependent upon the successful results from its mineral property 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. These factors indicate the existence of material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. While the Company has been successful in securing financings in the past, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be available on acceptable terms. There is no guarantee that the Company will be able to complete any of the above objectives. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Summary of Significant Accounting Policies

(a) Statement of Compliance and Basis of Presentation

These financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These financial statements have been prepared on a historical cost basis, and are presented in Canadian dollars, which is the Company's functional currency.

(b) Significant Accounting Judgments and Estimates

The preparation of these financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenues and expenses. By their nature, estimates are subject to measurement uncertainty and changes in such estimates in future periods could require a material change in the financial statements. Accordingly, actual results may differ from these estimates. 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 and in any future periods affected.

Significant areas requiring the use of estimates include preparing the financial statements on a going concern basis fair value of share-based payments. Actual results could differ from those estimates.

2. Summary of Significant Accounting Policies (continued)

(b) Significant Accounting Judgments and Estimates (continued)

Judgments made by management include the factors used to determine the assessment of whether the going concern assumption is appropriate. The assessment of the going concern assumption requires management to take into account all available information about the future, which is at least, but is not limited to, 12 months from the end of the reporting period. The Company is aware that material uncertainties related to events or conditions may cast significant doubt upon the Company's ability to continue as a going concern.

(c) Cash and Cash Equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance, are readily convertible to known amounts of cash, and which are subject to insignificant risk of changes in value to be cash equivalents.

(d) Financial Instruments

(i) Classification

The Company classifies its financial instruments into the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

(ii) Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statements of comprehensive loss in the period in which they arise.

Debt investments at FVTOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in Other Comprehensive Income ("OCI"). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVTOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

2. Summary of Significant Accounting Policies (continued)

(d) Financial Instruments (continued)

(iii) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the credit risk of the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the statements of comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

(iv) Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all the associated risks and rewards of ownership to another entity.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled, or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

(e) Exploration and Evaluation Expenditures

The Company has been in the exploration stage since its inception on August 8, 2022, and has not yet realized any revenues from its planned operations. Acquisition costs for exploration and evaluation assets and mineral exploration expenditures are charged to operations as they are incurred until the exploration and evaluation asset reaches the development stage. When it has been established that a mineral deposit is commercially mineable and an economic analysis has been completed, the costs subsequently incurred to develop a mine on the property prior to the start of mining operations are capitalized and will be amortized against production following commencement of commercial production, or written off if the property is sold, allowed to lapse or abandoned.

(f) Impairment of Non-Current Assets

At each reporting date, the Company reviews the carrying amounts of its tangible assets to determine whether there are any indications of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any.

2. Summary of Significant Accounting Policies (continued)

(f) Impairment of Non-Current Assets (continued)

Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit ("CGU") to which the asset belongs. The recoverable amount is determined as the higher of fair value less direct costs to sell and the asset's value in use. In assessing value in use, the estimated future cash flows are discounted to their present value. Estimated future cash flows are calculated using estimated recoverable reserves, estimated future commodity prices and the expected future operating and capital costs. The pre-tax discount rate applied to the estimated future cash flows reflects current market assessments of the time value of money and the risks specific to the asset for which the future cash flow estimates have not been adjusted. If the carrying amount of an asset or CGU exceeds its recoverable amount, the carrying amount of the asset or CGU is reduced to its recoverable amount through an impairment charge to the statement of comprehensive loss.

Assets that have been impaired are tested for possible reversal of the impairment whenever events or changes in circumstance indicate that the impairment may have reversed. When an impairment subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but only so that the increased carrying amount does not exceed the carrying amount that would have been determined (net of depreciation, depletion, and amortization) had no impairment loss been recognized for the asset or CGU in prior periods. A reversal of impairment is recognized as a gain in the statement of comprehensive loss.

(g) Reclamation and Remediation Provisions

The Company recognizes a provision for statutory, contractual, constructive or legal obligations, including those associated with the reclamation of property, plant and equipment, and exploration and evaluation assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. Initially, a provision for a decommissioning liability is recognized at its present value in the period in which it is incurred, which is generally when an environmental disturbance occurs or a constructive obligation is determined. Upon initial recognition of the liability, a corresponding amount is added to the carrying amount of the related asset and the cost is amortized as an expense over the economic life of the asset.

Following the initial recognition of a decommissioning liability, the carrying amount of the liability is increased for the passage of time and adjusted for changes in the estimated provision resulting from revisions to the estimated timing and amount of cash flows, or changes in the discount rate. Changes to estimated future costs are recognized in the statement of financial position by either increasing or decreasing the decommissioning liability and the decommissioning asset. As at September 30, 2024, the Company has not identified any decommissioning liabilities requiring the recognition of a provision.

(h) Share Capital

Proceeds from the issuance of common shares are classified as equity. Transaction costs directly attributable to the issue of common shares and stock options are recognized as a deduction from equity, net of any tax effects.

Valuation of equity units issued in private placements

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.

2. Summary of Significant Accounting Policies (continued)

(i) Foreign Currency Translation

The Company's functional currency, being the currency of the primary economic environment in which the Company operates, is the Canadian dollar. Transactions denominated in foreign currencies are translated using the exchange rate in effect on the transaction date or at an average rate. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange in effect at the statement of financial position date. Non-monetary items are translated using the historical rate on the date of the transaction. Foreign exchange gains and losses are included in the statement of comprehensive loss.

(j) Income Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in the statement of comprehensive loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the asset and liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

(k) Comprehensive Income (Loss)

Comprehensive income (loss) is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that are not included in the statement of comprehensive loss. As at September 30, 2024, the Company had no items that represent comprehensive income or loss.

(l) Loss Per Share

Basic loss per share is computed using the weight average number of common shares outstanding during the period. The treasury stock method is used for the calculation of diluted loss per share, whereby all "in the money" stock options and share purchase warrants are assumed to have been exercised at the beginning of the period and the proceeds from their exercise are assumed to have been used to purchase common shares at the average market price during the period. When a loss is incurred during the period, basic and diluted loss per share are the same as the exercise of stock options and share purchase warrants is considered to be anti-dilutive. As at September 30, 2024, the Company had 4,800,000 (2023 – 5,017,000) potentially dilutive shares outstanding.

(m) Recently Adopted Accounting Standards

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

(Expressed in Canadian Dollars)

3. Exploration and Evaluation Assets

Exploration and evaluation expenditures consist of:

	Year ended September 30, 2024 $	Year ended September 30, 2023 $
Hebecourt Township, Quebec		
Acquisition costs	4,000	27,463
Consulting	49,899	19,029
Geophysics (recovery)	(367)	45,895
Sampling	–	13,128
	53,532	105,516

On February 24, 2023, the Company entered into a Mineral Property Option Agreement (the "Agreement"), whereby the Company was granted an option to acquire a 100% interest in 11 mining claims located in Hebecourt Township, Quebec (the "Hebecourt Property"). On January 17, 2024, the Company entered into an Amending Agreement whereby the Company and the vendor agreed to amend the initial cash payment from CAD$20,000 to US$20,000 and to amend the issuance of 100,000 common shares after the Company filed its initial public offering prospectus to 40,000 common shares upon execution of the Amending Agreement. On December 19, 2024, the Company entered into a Second Amending Agreement whereby certain terms of the Amending Agreement were further amended (Note 12).

Pursuant to the Agreement and the Amending Agreement, the Company must make the following payments and expenditures in order to keep the option in good standing:

i) US$20,000 upon execution of the Agreement (amended from CAD$20,000) (paid);
ii) An additional $2,500 upon execution of the Second Amending Agreement (paid subsequently);
iii) An additional $1,000 by March 15, 2025 (added by the Second Amending Agreement);
iv) An additional $1,000 by April 15, 2025 (added by the Second Amending Agreement);
v) An additional $1,500 by May 15, 2025 (added by the Second Amending Agreement);
vi) An additional $50,000 by June 15, 2025 (amended from December 31, 2024);
vii) An additional $100,000 by December 31, 2025;
viii) Issuance of 40,000 common shares upon execution of the Amending Agreement (amended from 100,000 common shares after the Company filed its initial public offering prospectus) (issued on August 27, 2024);
ix) An additional 5,000 common shares by April 15, 2025 (added by the Second Amending Agreement);
x) An additional 200,000 common shares by June 15, 2025 (amended from December 31, 2024);
xi) An additional 250,000 common shares by December 31, 2025;
xii) Fund exploration and development work on the Property of at least $50,000 by September 30, 2023 (met);
xiii) Fund exploration and development work on the Property of at least an additional $100,000 by December 31, 2024; and
xiv) Fund exploration and development work on the Property of at least an additional $200,000 by December 31, 2025.

Once the above payments have been made, the Company can exercise the option and acquire 100% of the right, title and interest in the Hebecourt Property. The Agreement may be terminated, and the transactions contemplated by the Agreement may be abandoned upon the failing of the Company to make the required payments, share issuance and exploration expenditures. The vendor shall retain a 2% net smelter royalty (subject to an optional repurchase of 1% of the NSR by the Company for $1,000,000) in respect of all products produced from the property.

4. Related Party Balances and Transactions

As at September 30, 2024, the Company owed to a director of the Company $410 for advances provided (2023 - $410). The amount is unsecured, non-interest bearing and due on demand.

During the year ended September 30, 2024, the Company incurred exploration and evaluation expenditures of $38,302 through a company owned by a Director of the Company. During the year ended September 30, 2024, the Company advanced $27,000 to a company owned by a Director of the Company as a deposit for future exploration and evaluation expenditures.

Key management personnel include officers, directors and other key members of management. During the year ended September 30, 2024, $nil (2023 - $nil) in compensation was paid to key management personnel of the Company.

5. Related Party Promissory Note

On March 21, 2024, the Company entered into a promissory note with the president of the Company for a principal amount of $30,000. The note is unsecured, non-interest bearing and is due for repayment on September 30, 2025. The Company has determined that a below-market interest rate was provided. The fair value of the promissory note was estimated to be $22,702 based a 20% discount rate, which represents the approximate market interest. The difference between the initial fair value and the face value of the promissory note of $7,298 was recognized as a gain on below-market interest rate promissory note and a corresponding discount upon the issuance of the promissory note. The carrying value of the promissory note will be accreted to the face value of $30,000 over the term of the note at an effective interest rate of 18.62%.

On July 31, 2024, the Company replaced the promissory note with a new note for a principal amount of $40,000. The new note is unsecured, non-interest bearing and is due for repayment on February 1, 2026. The replacement constituted a substantial modification under IFRS 9 and therefore resulted in an extinguishment of the carrying value of the original promissory note of $24,255 and the recognition of a new promissory note with fair value of $30,392 based on a 20% discount rate The difference between the fair value and the face value of the new promissory note of $9,608 was recognized as a discount upon the issuance of the new promissory note, which resulted in the recognition of a gain on extinguishment of promissory note of $3,863. The carrying value of the new promissory note will be accreted to the face value of $40,000 over the term of the note at an effective interest rate of 18.62%.

During the year ended September 30, 2024, the company recognized accretion expense of $2,498 (2023 - $Nil). As at September 30, 2024, the carrying value of the promissory note was $31,337 (September 30, 2023 - $Nil).

6. Share Capital

Authorized: Unlimited common shares without par value.

Shares issued during the year ended September 30, 2024:

(a) On August 19, 2024, the Company issued 7,453,000 common shares upon the automatic conversion of 7,453,000 special warrants due to the receipt of the Company's final prospectus (Note 7).

(b) On August 27, 2024, the Company issued 40,000 common shares pursuant to the Amending Agreement (Note 3).

The Company did not issue any common shares during the year ended September 30, 2023.

7. Special Warrants

(a) On September 28, 2022, the Company completed a private placement of 2,600,000 series “A” special warrants at $0.02 per special warrant for gross proceeds of $52,000. Each series “A” special warrant entitles holders to acquire, without payment of any consideration in addition to that already paid, one common share of the Company and one transferrable share purchase warrant. Each share purchase warrant shall entitle the holder to purchase one additional common share for a period of five years from the date that the Company's shares commence trading on a recognized stock exchange at a price of $0.10 per share. All unexercised special warrants will be deemed to be exercised on the third business day after a receipt is issued for a final prospectus by the securities regulatory authorities in each of the Provinces of Canada where the special warrants were sold. On August 19, 2024, the special warrants automatically converted into 2,600,000 common shares and share purchase warrants.

(b) On October 25, 2022, the Company completed a private placement of 2,200,000 series “A” special warrants at $0.05 per special warrant for gross proceeds of $110,000. Each series “A” special warrant entitles holders to acquire, without payment of any consideration in addition to that already paid, one common share of the Company and one transferrable share purchase warrant. Each share purchase warrant shall entitle the holder to purchase one additional common share for a period of five years from the date that the Company's shares commence trading on a recognized stock exchange at a price of $0.10 per share. All unexercised special warrants will be deemed to be exercised on the third business day after a receipt is issued for a final prospectus by the securities regulatory authorities in each of the Provinces of Canada where the special warrants were sold. On August 19, 2024, the special warrants automatically converted into 2,200,000 common shares and share purchase warrants.

(c) On August 17, 2023, the Company completed a private placement of 117,000 series “B” special warrants at $0.10 per special warrant for gross proceeds of $11,700. Each series “B” special warrant entitles holders to acquire, without payment of any consideration in addition to that already paid, one common share of the Company. All unexercised special warrants will be deemed to be exercised on the third business day after a receipt is issued for a final prospectus by the securities regulatory authorities in each of the Provinces of Canada where the special warrants were sold. In connection with the private placement, the Company paid cash commissions of $255 and issued 100,000 special warrants at a fair value of $10,000. On August 19, 2024, the special warrants automatically converted into 217,000 common shares.

(d) On October 19, 2023, the Company completed a private placement of 2,436,000 series “B” special warrants at $0.10 per special warrant for gross proceeds of $243,600. Each series “B” special warrant entitles holders to acquire, without payment of any consideration in addition to that already paid, one common share of the Company. All unexercised special warrants will be deemed to be exercised on the third business day after a receipt is issued for a final prospectus by the securities regulatory authorities in each of the Provinces of Canada where the special warrants were sold. On August 19, 2024, the special warrants automatically converted into 2,436,000 common shares.

(Expressed in Canadian Dollars)

7. Special Warrants (continued)

The following table summarizes information about the special warrants during the years ended September 30, 2024, and 2023:

	Number of special warrants	Weighted average exercise price $
Balance, September 30, 2022	2,600,000	*
Issued	2,417,000	*
Balance, September 30, 2023	5,017,000	*
Issued	2,436,000	*
Exercised	(7,453,000)	*
Balance, September 30, 2024	–	–

*The special warrants are exercisable by the holders for no additional consideration.

8. Share purchase warrants

The following table summarizes the continuity of share purchase warrants during the years ended September 30, 2024, and 2023:

	Number of warrants	Weighted average exercise price $
Balance, September 30, 2022	–	–
Issued	–	–
Balance, September 30, 2023	–	–
Issued	4,800,000	0.10
Balance, September 30, 2024	4,800,000	0.10

9. Financial Instruments

The Company, as part of its operations, carries financial instruments consisting of cash, accounts payable and due to related party. It is management's opinion that the Company is not exposed to significant credit, interest, or currency risks arising from these financial instruments except as otherwise disclosed.

(a) Fair Values

The Company classifies cash, accounts payable, due to related party and note payable to related party as amortized cost. The fair values of financial instruments, which include cash, accounts payable, and due to related party, approximate their carrying values due to the relatively short-term maturity of these instruments.

(b) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with high credit quality financial institutions. Management monitors the amount of credit extended to the parties for expense recoveries. The carrying amount of financial assets represents the maximum credit exposure.

(Expressed in Canadian Dollars)

9. Financial Instruments (continued)

(c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to do this relies on the Company raising debt or equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs.

(d) Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have significant exposure to these risks.

10. Capital Management

The Company manages its capital to maintain its ability to continue as a going concern and to provide returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of cash and equity comprised of issued share capital, equity reserve and warrant reserve. The Company manages its capital structure and makes adjustments to it in light of changes to economic conditions. The Company, upon approval from its Board of Directors, will balance its overall capital structure through new share issues or by undertaking other activities as deemed appropriate under the specific circumstances. The Company is not subject to externally imposed capital requirements.

11. Income Taxes

The actual income tax provisions differ from the expected amounts calculated by applying the Canadian combined federal and provincial corporate income tax rates to the loss before income taxes. A reconciliation of the expected income tax recovery to the actual income tax recovery is as follows:

	2024 $	2023 $
Net loss before income taxes	(204,423)	(127,688)
Statutory income tax rate	27%	27%
Expected income tax recovery at statutory rate	(55,000)	(35,000)
Change in valuation allowance	55,000	35,000
Deferred income tax recovery	–	–

The significant components of deferred income tax assets and liabilities are as follows:

	2024 $	2023 $
Deferred income tax asset:		
Non-capital loss carryforwards	49,000	6,000
Exploration expenditure pool	43,000	29,000
Related party promissory note	(2,000)	-
	90,000	35,000
Less: valuation allowance	(90,000)	(35,000)
Net deferred income tax assets	–	–

As of September 30, 2024, the Company has non-capital tax losses of approximately $182,000 (2023 – $22,000) that may be offset against future Canadian taxable income. These losses expire commencing 2042. Subject to certain restrictions, the Company also has resource expenditures of approximately $159,000 (2023 - $106,000) available to reduce taxable income in future years. Deferred income tax assets which may arise as a result of these non-capital losses and resource deductions have not been recognized in these financial statements as the Company determined that, as at September 30, 2024, their realization is uncertain.

12. Subsequent Events

On December 19, 2024, the Company entered into a Second Amending Agreement relating to the Mineral Property Option Agreement dated February 24, 2023 (Note 5), whereby the Company agreed to include additional cash payments totaling $6,000 and an additional issuance of 5,000 common shares, as well as to amend the date of a $50,000 cash payment to June 15, 2025 from December 31, 2024, and to amend the date of issuance of 200,000 common shares to June 15, 2025 from December 31, 2024. The Company paid $2,500 cash relating to an additional cash payment due upon execution of the Second Amending Agreement.