RADIO FUELS ENERGY CORP.
(formerly Mainstream Minerals Corporation)

Consolidated Financial Statements

For the years ended November 30, 2022 and 2021

Expressed in Canadian Dollars

Jones & O'Connell LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

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Independent Auditor's Report

To the Shareholders of Radio Fuels Energy Corp.

Opinion

We have audited the consolidated financial statements of **Radio Fuels Energy Corp.** ("the Company"), which comprise the consolidated statements of financial position as at November 30, 2022 and November 30, 2021 and the consolidated statements of operations and comprehensive loss, consolidated statements of changes in equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of **Radio Fuels Energy Corp.** as at November 30, 2022 and November 30, 2021 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial statements, which indicates that the company has not yet achieved profitable operations, has accumulated losses of $16,631,804 (2021 - $10,018,452) and expects to incur future losses in the development of its business. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists 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.

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for other information. Other information comprises the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions. Our opinion on the financial statements does not cover the other information and we do not and will 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. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' report. We have nothing to report in this regard.

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 International Financial Reporting Standards 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.

Independent Auditor's Report

To the Shareholders of Radio Fuels Energy Corp. (Continued)

Auditor's 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it 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 a part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identity 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 a 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 auditor's 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 auditor's 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.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities with the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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.

The engagement partner on the audit resulting in this independent auditor's report is Wayne O'Connell.

Jones & O'Connell LLP

Jones & O'Connell LLP
Chartered Professional Accountants
Licensed Public Accountants
St. Catharines, Ontario
March 24, 2023

RADIO FUELS ENERGY CORP.
(formerly Mainstream Minerals Corporation)
Consolidated Statements of Financial Position
As at November 30, 2022 and 2021
(Expressed in Canadian Dollars)

		2022		2021
Assets				
Current assets				
Cash and cash equivalents	$	**3,989,646**	$	175,363
Marketable securities (Note 5)		**16,509,918**		549,416
Other receivables (Note 6)		**13,601**		35,436
Prepaid expenses		**6,188**		333,151
Restricted cash (Note 10)		**-**		25,482,792
		20,519,353		26,576,158
Exploration and evaluation assets (Note 7)		**21,016,096**		-
Total assets	$	**41,535,449**	$	26,576,158
Liabilities				
Current liabilities				
Trade payables and accrued liabilities (Notes 8 and 12)	$	**82,740**	$	504,984
Subscription receipts (Note 10)		**-**		25,462,307
Total liabilities		**82,740**		25,967,291
Equity				
Share capital (Note 10)		**48,945,531**		10,627,319
Contributed surplus (Note 11)		**9,138,982**		-
Deficit		**(16,631,804)**		(10,018,452)
Total equity		**41,452,709**		608,867
Total liabilities and equity	$	**41,535,449**	$	26,576,158

Going concern of operations (Note 1)
Subsequent events (Note 15)

Approved on behalf of the board:

Director *"Denis Laviolette"* (signed)

Director *"Jack Campbell"* (signed)

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

RADIO FUELS ENERGY CORP.
(formerly Mainstream Minerals Corporation)
Consolidated Statements of Operations and Comprehensive Loss
For the years ended November 30, 2022 and 2021
(Expressed in Canadian Dollars)

		2022		2021
Expenses:				
Consulting fees (Note 12)	$	411,500	$	105,000
Exploration costs		29,918		-
Office		13,483		533
Investor relations, regulatory and filing fees		503,571		86,569
Professional fees		84,509		152,881
Stock-based compensation (Note 12)		2,163,685		-
Net loss before other income (expense)	$	(3,206,666)	$	(344,983)
Unrealized loss on marketable securities		(2,182,809)		(1,222,806)
Realized loss on sale of marketable securities		(1,511,072)		-
Foreign exchange gain		29,509		-
Forgiveness of accounts payable (Note 12)		-		55,000
Other income		257,686		-
Net loss and comprehensive loss for the year	$	(6,613,352)	$	(1,512,789)
Basic and diluted loss per share (Note 10 (c))	$	(0.05)	$	(0.09)

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

RADIO FUELS ENERGY CORP.

(formerly Mainstream Minerals Corporation)

Consolidated Statements of Changes in Equity

For the years ended November 30, 2022 and 2021

(Expressed in Canadian Dollars)

	Number of common shares		Share capital		Contributed Surplus		Accumulated Deficit		Total
Balance at December 1, 2021	17,319,233	$	10,627,319	$	-	$	(10,018,452)	$	608,867
Shares issued on private placements (Note 10(b))	63,707,024		25,482,810		-		-		25,482,810
Shares issued on acquisition of Radio Fuels Resources Corp. (Note 10(b))	58,823,529		20,000,000		-		-		20,000,000
Shares issued on acquisition of exploration and evaluation asset (Note 10(b))	2,000,000		680,000		-		-		680,000
Cost of issuance - cash	-		(909,301)		-		-		(909,301)
Cost of issuance - units	100,000		24,861		15,139				40,000
Cost of issuance - broker warrants	-		(93,362)		93,362		-		-
FMV of warrants issued	-		(6,866,796)		6,866,796		-		-
FMV of stock options granted	-		-		2,163,685		-		2,163,685
Comprehensive loss for the period	-		-		-		(6,613,352)		(6,613,352)
Balance at November 30, 2022	**141,949,786**	**$**	**48,945,531**	**$**	**9,138,982**	**$**	**(16,631,804)**	**$**	**41,452,709**

	Number of common shares		Share capital		Contributed Surplus		Accumulated Deficit		Total
Balance at December 1, 2020	10,342,042	$	8,255,074	$	-	$	(8,505,663)	$	(250,589)
Shares issued on private placement (Note 10(b))	1,764,773		600,023		-		-		600,023
Shares issued pursuant to Share Exchange Agreements (Note 10(b))	5,212,418		1,772,222		-		-		1,772,222
Comprehensive loss for the period	-		-		-		(1,512,789)		(1,512,789)
Balance at November 30, 2021	**17,319,233**	**$**	**10,627,319**	**$**	**-**	**$**	**(10,018,452)**	**$**	**608,867**

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

RADIO FUELS ENERGY CORP.

(formerly Mainstream Minerals Corporation)

Consolidated Statements of Cash Flows
For the years ended November 30, 2022 and 2021
(Expressed in Canadian Dollars)

		2022		2021
Cash flows from operating activities				
Comprehensive loss for the year	$	**(6,613,352)**	$	(1,512,789)
Adjustment for:				
Unrealized loss on marketable securities		**2,182,809**		1,222,806
Realized loss on sale of marketable securities		**1,511,072**		-
Stock-based compensation		**2,163,685**		-
Change in non-cash operating working capital				
Other receivables		**21,835**		(32,018)
Prepaid expenses		**326,963**		(332,468)
Trade payables and accrued liabilities		**(422,244)**		249,453
		(829,232)		(405,016)
Financing activity				
Proceeds from share issuance, net of cost		**24,573,509**		600,023
Cost associated with subscription receipts issuance		**-**		(20,485)
		24,573,509		579,538
Investing activity				
Cash acquired from Radio Fuels Resources Corp.		**284,812**		-
Purchase of marketable securities		**(22,018,985)**		-
Proceeds from disposition of marketable securities		**2,384,871**		-
Cost of Radio Fuels Resources Corp.		**(580,692)**		
		(19,929,994)		-
Increase (decrease) in cash and cash equivalents		**3,814,283**		174,522
Cash and cash equivalents, beginning of year		**175,363**		841
Cash and cash equivalents, end of year	$	**3,989,646**	$	175,363

Supplementary information:

The company did not pay any income taxes during the years ended November 30, 2022 and 2021.

The proceeds from share issuance received as at November 30, 2022 was from restricted cash balance held as at November 30, 2021, through conversion of subscription receipts to units.

1. Nature of operations and Going Concern

Radio Fuels Energy Corp (formerly Mainstream Minerals Corporation) (the "Company") was incorporated in Canada pursuant to *The Canada Business Corporations Act* on July 19, 2006. On November 24, 2021, the Company filed Certificate of Amendment to change its name. The mailing and office address of its executive office is: 401 – 217 Queen Street West, Toronto, ON M5V 0R2.

The Company is a mineral resource company in the development stage that is engaged in the acquisition of interests in, and in the exploration of, mineral resource properties.

As at November 30, 2022, the Company had a working capital of $20,436,613 (2021 – $608,867), had not yet achieved profitable operations, has accumulated losses of $16,631,804 (2021 - $10,018,452) and expects to incur future losses in the development of its business.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of interest in mineral properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise additional financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs to the carrying values.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, aboriginal claims, unregistered claims, and non-compliance with regulatory and environmental requirements.

When stock market conditions become favourable for mineral exploration companies to raise capital, management plans to secure the necessary financing through a combination of issuance of new equity or debt instruments entering into joint venture arrangements. Nevertheless, there is no assurance that these initiatives will be successful.

The Company will require substantial additional funds to further explore and, if warranted, develop its exploration properties. The Company has limited financial resources and no current source of recurring revenue, and there is no assurance that additional funding will be available to the Company to carry out the completion of its planned exploration activities. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and property development. The terms of any additional financing obtained by the Company could result in substantial dilution to the shareholders of the Company.

The COVID-19 pandemic has not resulted in any material impact on operations and the Company currently does not expect it will impact its 2022 operations. Preventative measures are in place to ensure the well-being of employees and contractors and no risks were noted at the end of the year. Management continues to monitor the situation at the site and corporate office to identify any issues that may affect operational or financial reporting activities.

2. Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

These consolidated financial statements for the years ended November 30, 2022 and 2021 were reviewed by the Audit Committee and approved and authorized for issue by the Company's Board of Directors on March 20, 2023.

3. Summary of significant accounting policies

(a) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries 2362907 Ontario Inc. (a company incorporated in Ontario) and Radio Fuels Resources Corp. (a company incorporated in Ontario). All significant inter-company transactions have been eliminated on consolidation.

(b) Exploration and evaluation expenditures

Costs incurred prior to obtaining the legal right to undertake exploration and evaluation activities on a project are expensed as incurred.

Capitalized costs

Exploration and evaluation expenditures are defined as costs incurred after having obtained the legal right to explore the property and before the technical and commercial viability of extracting resources are demonstrated.

All costs associated with the acquisition, exploration and development of reserves are capitalized into cost centers from the time the Company obtains legal right to undertake exploration and evaluation activities on a project. Such costs include land and lease acquisitions, geological and geophysical expenditures, drilling of productive and non-productive mines, production and gathering equipment and facilities, carrying costs directly related to unproven properties and corporate costs directly related to the acquisition. Amounts capitalized to these cost centers represent costs to date and are not intended to represent present or future values. The recoverability of the costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interests in the underlying claims, the ability to obtain necessary financing to complete development and the development of future profitable production from the properties or realization of sufficient proceeds from the disposition of the properties.

If technical feasibility and commercial viability have been established, the carrying amount of the related exploration and evaluation asset is tested for impairment as discussed below. The carrying value, net of any impairment loss, is then reclassified to property and equipment as mineral exploration properties. If the Company decides not to continue the exploration and evaluation activity, then the accumulated costs are expensed as impairment losses in the period in which the event occurs.

Impairment test

Exploration and evaluation assets are reviewed for impairment only when facts and circumstances suggest that the carrying amount may exceed the recoverable amount or when technical feasibility and commercial viability have been established. The recoverable amount of an asset or cash-generating unit is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive income.

When an impairment loss subsequently reverses, excluding impairment losses for exploration and evaluation assets reclassified to property and equipment as mineral properties, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years.

3. Summary of significant accounting policies (continued)

(b) Provisions

General

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. The expense relating to any provision is included in profit or loss net of any reimbursement.

Environmental rehabilitation provision

The Company recognizes the fair value of a liability for environmental rehabilitation in the period in which the Company is legally or constructively required to remediate, if a reasonable estimate of fair value can be made, based on an estimated future cash settlement of the environmental rehabilitation obligation, discounted at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. The environmental rehabilitation obligation is capitalized as part of the carrying amount of the associated long-lived asset and a liability is recorded. The environmental rehabilitation cost is amortized on the same basis as the related asset. The liability is adjusted for the accretion of the discounted obligation and any changes in the amount or timing of the underlying future cash flows. Significant judgments and estimates are involved in forming expectations of the amounts and timing of environmental rehabilitation cash flows. The Company has assessed each of its exploration and evaluation assets and determined that no material environmental rehabilitations exist.

(c) Loss per share

Diluted loss per share is calculated using the treasury stock method which assumes all common share equivalents, such as options and warrants, had been exercised at the beginning of the reporting period of issue and that the funds obtained therefrom were used to purchase common shares of the Company at the estimated average trading price of the common shares during the year.

(d) Revenue recognition

Revenue from sales of precious metals will be recognized when the significant risks and rewards of ownership are transferred to the buyer, which is when legal title passes to the buyer, and when collectability is reasonably assured.

Interest income is recognized as accrued.

Dividend income (included in other income) being recognized when dividends are declared.

(e) Cash and cash equivalents

Cash and cash equivalents consists of cash held in financial institution, cash held in trust with lawyer, and cash held with brokers.

(f) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that the tax relates to items recognized directly in equity or in other comprehensive income or loss.

(i) Current income tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable or receivable in respect of previous years.

3. Summary of significant accounting policies (continued)

(f) Income taxes (continued)

(ii) Deferred income tax

Deferred tax is recognized in respect of temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax is measured at the enacted or substantially enacted tax rates expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in earnings in the period that includes the date of enactment or substantive enactment.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(g) Share-based payments

The Company has implemented a stock option plan to allow the Company to grant options to directors, officers, employees and service providers. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors and officers of the Company. The maximum number of common shares which may be issued pursuant to the stock option plan is limited to 10% of the issued and outstanding common shares. In addition, the number of common shares which may be reserved for issuance to any one individual may not exceed 5% of the issued common shares on a yearly basis.

The Company uses the fair value-based approach to account for share-based payments under their stock option plan. Compensation expense is recognized for these stock options over their vesting period based on their estimated fair values on the date of grant as determined by the Black-Scholes option-pricing model.

The fair values of the options issued, if any, are credited to share-based payments reserve in the period they vest. Upon exercise of the share purchase options, consideration paid together with the amount previously recognized in share-based payments reserve is recorded as an increase in share capital. Charges to share purchase options that are forfeited before vesting are reversed from share-based payments reserve. For those share purchase options that expire or are forfeited after vesting, the amount previously recorded in share-based payments reserve is transferred to retained earnings or deficit.

Share-based payments granted to non-employees are measured at the fair value of the goods or services received. In the event the Company cannot reasonably estimate the fair value of goods or services received, the transaction is recorded at the estimated value of the share-based payment.

3. Summary of significant accounting policies (continued)

(h) Financial assets

The Company classifies its financial assets depending on the business purpose for which the asset was acquired and the contractual cash flow characteristics of the financial asset. The Company's accounting policy is as follows:

(i) Financial Assets Recorded at Amortized Cost

This category is comprised of cash and cash equivalents and restricted cash, and other receivable. The business objective is to hold these financial assets in order to collect contractual cash flows, solely of payments of principal and interest. These financial assets are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortized cost using the effective interest rate method, less any provision for impairment.

(ii) Impairment of financial assets

Impairment provisions are recognized based on the simplified approach within IFRS 9 using the lifetime expected credit loss model.

(iii) Financial Assets at Fair Value Through Profit and Loss ("FVTPL")

The marketable securities are classified as FVTPL and are recorded at fair value using the quoted market price as at the end of the reporting period.

(j) Financial liabilities

The Company classifies its financial liabilities depending on the business purpose for which the liability was incurred and the contractual cash flow characteristics of the financial liability. The Company's accounting policy is as follows:

(i) Financial Liabilities Recorded at Amortized Cost

This category is comprised of trade payables and other payables and subscription receipts. These financial liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issue of the instrument. These financial liabilities are subsequently measured at amortized cost using the effective interest rate method, which ensures that interest expense is recognized over the period to repayment at a constant rate on the balance of the liability carried in the statement of financial position.

(k) Use of estimates and judgments

The preparation of financial statements in accordance with IFRS requires management to make accounting estimates and assumptions requiring judgment in applying the Company's accounting policies. These estimates and assumptions may affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Significant areas requiring the use of management estimates relate to the valuation of exploration and evaluation assets, determination of valuation allowances for deferred income tax liabilities and assumptions used in determining the fair value of non-cash share-based payments. Actual amounts may differ from such estimates.

(Expressed in Canadian dollars)

3. Summary of significant accounting policies (continued)

(k) Use of estimates and judgments (continued)

Significant areas requiring the use of management estimates are as follows:

Valuation of exploration and evaluation assets

The value of exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves which in turn is dependent on future petroleum and natural gas prices, future capital expenditures and environmental and regulatory restrictions. The decision to transfer assets from exploration and evaluation assets to machinery and equipment is based on estimated proven and probable reserves which are in part used to determine a project's technical feasibility and commercial viability.

Deferred income taxes

The amounts recorded for deferred income taxes are based on estimates as to the timing of the reversal of temporary differences and tax rates currently substantively enacted. They are also based on estimates of the probability of the Company utilizing certain tax pools and assets which, in turn, is dependent on estimates of proven and probable reserves, production rates, future precious metals and mineral prices and changes in legislation, tax rates and interpretations by taxation authorities. The availability of tax pools is subject to audit and further interpretations by taxation authorities. To the extent assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as the amounts recognized in profit or loss in the period in which the change occurs.

Share-based payments
The amounts recorded relating to the fair value of stock options and warrants issued are based on estimates of the future volatility of the Company's share price, market price of the Company's shares at grant date, expected lives.

4. Acquisition of Radio Fuels Resources Corp.

On December 15, 2021 the Company acquired 100% of the issued and outstanding shares of Radio Fuels Resources Corp. ("Radio Fuels Resources") (the "Transaction"), pursuant to Share Purchase Agreement. As consideration for the Transaction, the Company issued an aggregate of 58,823,529 common shares in the capital of the Company (the "Consideration Shares") at the fair value of the common shares at time of issuance of $0.34. As Radio Fuels Resources does not meet the definition of a business per IFRS 3, the acquisition has been accounted for as an asset acquisition, whereby the Company is considered to issue shares in return for the net assets of Radio Fuels Resources at fair value of consideration paid and costs incurred as follows:

Consideration paid to acquire assets of Radio Fuels Resources Corp.		
58,823,529 common shares issued at $0.34 per common share	$	20,0000,000
Assumption of accounts payable and accrued liabilities		55,707
Costs incurred re transaction		580,692
	$	**20,636,399**

Allocated as follows to Radio Fuels Resources Corp.'s assets and liabilities:		
Cash	$	284,812
Other receivable		15,023
Exploration and evaluation assets		20,336,096
	$	**20,636,399**

(Expressed in Canadian dollars)

5. Marketable securities

The Company holds common shares of select, liquid mining companies that are held as short-term investments. As at November 30, 2022, these financial assets are recorded at fair value of $16,509,918 (2021 - $549,416) on the consolidated statements of financial position. At November 30, 2022, the Company revalued its holdings in its investments and recorded a fair value decrease of $2,182,809on the statement of operations and comprehensive loss (2021 - $1,222,806).

During year ended November 30, 2022, the Company recorded a realized loss of $1,511,072, respectively, (2021 - $nil) from the disposition of certain legacy marketable securities that the Company held prior to listing.

6. Other receivables

The Company's other receivables at November 30, 2022 and 2021 are comprised of the following:

		2022		2021
Goods and services tax recoverable	$	**13,601**	$	25,436
Other receivables		**-**		10,000
Total	**$**	**13,601**	$	35,436

7. Exploration and evaluation assets

Eco Ridge – Elliott Lake - Ontario

The Company owns a 100% interest in 298 mineral licenses and has a leasehold interest in 18 mineral license claims located in Elliott Lake, Ontario. The project rights were acquired by map staking mineral licenses and payment in common shares of the Company through a purchase agreement. 18 mining leases and 11 mining claims carry net smelter return royalties ranging from 1.75% to 3.0%.

The Company owns a 100% interest in 16 mineral licenses located in Bouck and Buckles Township, Ontario. The project rights were acquired by payment in cash through a purchase agreement.

The Company owns 25 contiguous patented mining claims covering approximately 400 hectares located in the Sault Ste. Marie Mining Division of Ontario in Joubin and Gunterman townships. The Property is located on the southern limb of the Quirk Lake Syncline. In the Elliot Lake area, uranium ore is found within pyritiferous quartz-pebble conglomerates in the Matinenda Formation of the Elliot Lake Group. The ore-bearing conglomerates consist of well-rounded, well-sorted quartz pebbles or cobles set in a matrix of quartz, feldspar, and sericite, and have a pyrite content of 6-10%.

8. Trade payables and accrued liabilities

The Company's trade payables and accrued liabilities at November 30, 2022 and 2021 are comprised of the following:

		2022		2021
Trade payables	**$**	**64,740**	$	494,984
Accrued liabilities		**18,000**		10,000
	$	**82,740**	$	504,984

(Expressed in Canadian dollars)

9. Income taxes

a. Canadian exploration and development expenditures:

As at November 30, 2022, the Company has $1,891,107 (2021 - $827,442) of unused Canadian exploration and development expenses available to offset future taxable income of the Company. The tax benefits of these expenses carry forward indefinitely.

b. Losses:

The Company has non-capital losses available for carryforward to reduce future years' taxable income totaling $7,507,000, which expire as follows:

2027	$ 572,000
2028	716,000
2029	752,000
2030	665,000
2031	557,000
2032	660,000
2033	252,000
2034	94,000
2035	182,000
2036	129,000
2037	203,000
2038	248,000
2039	189,000
2040	256,000
2041	874,000
2042	1,158,000
Total non-capital losses available for carryforward	$ 7,507,000

The Company has not recorded the potential income tax benefit that may be derived from the tax losses due to the uncertainty that the benefits will be realized.

(c) The Company's income tax recovery (expense) differs from the amounts computed by applying the basic current rates to income (loss) for the year before taxes, as shown in the following table:

	2022	2021
Statutory rate at 26.5% applied to loss for the year before income taxes	**$ 1,752,538**	$ 400,889
Increase (reduction) in taxes resulting from:		
Temporary and permanent differences	**(1,445,679)**	(322,915)
Tax loss not benefited	**(306,859)**	(77,974)
Income tax recovery	**$ -**	$ -

(Expressed in Canadian dollars)

9. Income taxes (continued)

The components of the Company's net deferred income tax asset (liability) at November 30, 2022 and 2021 are as follows:

	2022	2021
Deferred income tax assets:		
Operating loss carryforwards	**$ 1,989,000**	$ 1,491,000
Capital loss carryforwards	**200,000**	-
Marketable securities	**448,000**	162,000
Other deductible capital items	**217,000**	20,000
Exploration and evaluation assets	**208,000**	219,000
	3,062,000	1,892,000
Valuation allowance	**(3,062,000)**	(1,892,000)
Net deferred income tax (liability)	**$ -**	$

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the future tax benefits will be realized. The realization of deferred tax assets is dependent upon the Company having future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income and tax planning strategies in making this assessment.

The Company provides a valuation allowance equal to the future tax assets as it is not presently more likely than not that they will be realized.

10. Share Capital

a. Authorized

Authorized share capital consists of (i) an unlimited number of common shares and (ii) unlimited number of special shares, issuable in series.

(i) Common Shares

Each holder of common shares shall be entitled to receive notice of and to attend all meetings of shareholders of the Company, except meetings at which only holders of other classes or series of shares are entitled to attend, and at all such meetings shall be entitled to one vote in respect of each common share held by such holder. Each holder of common shares shall be entitled to receive notice of and to attend all meetings of shareholders of the Company, except meetings at which only holders of other classes or series of shares are entitled to attend, and at all such meetings shall be entitled to one vote in respect of each common share held by such holder. In the event of any liquidation, dissolution or winding-up of the Company or other distribution of the assets of the Company among its shareholders for the purpose of winding-up its affairs, the holders of common shares shall be entitled, subject to the rights of holders of shares of any class ranking prior to the common shares, to receive the remaining property or assets of the Company.

(Expressed in Canadian dollars)

10. Share Capital (continued)

a. Authorized (continued)

(i) Special Shares

The special shares may from time to time be issued in one or more series and subject to the following provisions, and subject to the sending of articles of amendment in prescribed form, and the endorsement thereon of a certificate of amendment in respect thereof, the directors may fix from time to time before such issue the number of shares that is to comprise each series and the designation, rights, privileges, restrictions and conditions attaching to each series of special shares including, without limiting the generality of the foregoing, the rate or amount of dividends or the method of calculating dividends, the dates of payment thereof, the redemption, purchase and/or conversion prices and terms and conditions of redemption, purchase and/or conversion, and any sinking fund or other provisions. The special shares of each series shall, with respect to the payment of dividends and the distribution of assets or return of capital in the event of liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, or any other return of capital or distribution of the assets of the Company among its shareholders for the purpose of winding up its affairs, rank on a parity with the special shares of every other series and be entitled to preference over the common shares and over any other shares of the Company ranking junior to the special shares. The special shares of any series may also be given such other preferences over the special shares and any other shares of the Company ranking junior to the special shares as may be fixed as provided herein. If any cumulative dividends or amounts payable on the return of capital in respect of a series of special shares are not paid in full, all series of special shares shall participate rateably in respect of such dividends and return of capital. The special shares of any series may be made convertible into special shares of any other series or common shares at such rate and upon such basis as the directors in their discretion may determine. Unless the directors otherwise determine in the articles of amendment designating a series, the holder of each share of a series of special shares shall be entitled to one vote at a meeting of shareholders.

b. Changes in issued common shares during the years ended November 30, 2022 and 2021 are as follows:

	Number of common shares	Amount
Balance, November 30, 2020	10,342,042	$ 8,255,074
Shares issued on private placement	1,764,773	600,023
Shares issued pursuant to Share Exchange Agreement	5,212,418	1,772,222
Balance, November 30, 2021	17,319,233	$ 10,627,319
Shares issued on acquisition of Radio Fuels Resources Corp.	58,823,529	20,000,000
Shares issued on private placement	63,707,024	25,482,810
Shares issued on acquisition of exploration and evaluation assets	2,000,000	680,000
Cost of issuance – units	100,000	24,861
Cost of issuance – cash	-	(909,301)
Cost of issuance – broker warrants	-	(93,362)
FMV of warrants issued	-	(6,866,796)
Balance, November 30, 2022	**141,949,786**	**$ 48,945,531**

10. Share Capital (continued)

On February 3, 2021, the Company closed a non-brokered private placement through the issuance of 1,764,773 common shares for aggregate gross proceeds of $600,023.

On February 3, 2021, the Company issued 4,411,765 common shares under the Share Exchange Agreement at a price of $0.34 per common share.

On March 22, 2021, the Company issued 800,653 common shares under the Share Exchange Agreements at $0.34 each common share.

On December 14, 2021, the Company entered into an agreement to acquire an additional mining property in the District of Algoma, Elliot Lake, Ontario. As consideration for the Acquisition, the Company issued 2,000,000 common shares. The common shares were valued at $680,000.

On December 15, 2021, upon satisfaction of certain escrow release conditions, at which time 63,807,024 Subscription Receipts were automatically converted into 63,807,024 units (each a "Unit") of the Company, and the Escrowed Proceeds were released to the Company in the amount of $25,495,570. Each Unit is comprised of one common share of the Company (each, a "Unit Share") and one-half common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant is exercisable by the holder thereof for one common share of the Company (each, a "Warrant Share") until December 15, 2026 at an exercise price of $0.50 per Warrant Share, subject to adjustments in certain events.

On December 16, 2021, the Company completed the Radio Fuels Resources Corp. Transaction (see Note 4), whereby the Company issued 58,823,529 common shares of the Company to the shareholders of Radio Fuels Resources (the Consideration Shares) at deemed price of $0.34 per Consideration Share.

Normal course issuer bid

On November 21, 2022, the Company commenced a normal course issuer bid (the "NCIB"), under which it may purchase up to 7,097,489 common shares of the Company over a period of one year (the "NCIB Period"), representing approximately 5% of the Company's issued and outstanding common shares, with up to 2,838,995 common shares of the Company purchasable over any 30-day period within the NCIB Period, being 2% of th3e Company's issued and outstanding common shares. The NCIB period will continue until the earlier of November 20, 2023, or the date by which the Company has acquired the maximum number of common shares which may be purchased under the NCIB.

All common shares under the NCIB will be purchased on the open market through the facilities of the Canadian Securities Exchange at the prevailing market price of the common shares at the time of the purchase, and shall be duly cancelled and returned to the treasury.

As at November 30, 2022, the Company has purchased, on the open market, an aggregate of 25,000 common shares of the Company at a cost of $2,965. The shares have not been cancelled and returned to the treasury as at November 30, 2022.

(Expressed in Canadian dollars)

10. Share Capital (continued)

c. Loss per share

The calculation of basic and diluted loss per share, for the years ended November 30, 2022 and 2021 is based on the following losses and number of shares:

	2022	2021
Net loss and comprehensive loss for the year	$ (6,613,352)	$ (1,512,789)
Weighted average number of shares	136,672,301	15,973,621

11. Contributed surplus

Warrants

Warrant transactions are summarized as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, November 30, 2021	-	$ -
Issued – December 15, 2021	31,903,512	0.50
Issued – December 15, 2021	865,850	0.40
Balance, November 30, 2022	**32,769,362**	**$ 0.50**

The following table reflects the warrants issued and outstanding as of November 30, 2022:

Issue Date	**Number of warrants**	**Exercise price**	**Expiry date**	**Weighted average contractual life (years)**
December 15, 2021	31,903,512	$ 0.50	December 15, 2026	4.04
December 15, 2021	865,850	$ 0.40	December 15, 2022	0.04
Balance, November 30, 2022	**32,769,362**			**3.94**

The fair values of warrants issued have been estimated on the date of grant using the Black-Scholes pricing model. Assumptions used in the Black-Scholes pricing model are as follows:

Expiry Date	Grant date share price $	Exercise price $	Expected volatility %	Expected option life (Years)	Expected dividend yield %	Risk-free interest rate %
December 15, 2026	0.34	0.50	91.80	5.00	0	0.01
December 15, 2022	0.34	0.40	95.67	1.00	0	0.01

During the year ended November 30, 2022, the fair value of the warrants issued was $6,975,297 (November 30, 2021 - $nil).

(Expressed in Canadian dollars)

11. Contributed surplus (continued)

Options

The Company's stock option plan (the "Plan") provides for the granting of stock options to directors, officers, employees and consultants of the Company. Share options are granted for a term not to exceed five years at exercise prices not less than the closing sale price of the shares on the Canadian Securities Exchange on the trading day immediately preceding the date the options are granted, and are not transferrable. The Plan is administered by the Board of Directors, which determines individual eligibility under the Plan, number of shares reserved for optioning to each individual (not to exceed 5% of issued and outstanding shares to any one individual) and the vesting period. The maximum number of shares of the Company that are issuable pursuant to the Plan is limited to 10% of the issued and outstanding common shares.

On March 7, 2022, the Company granted 12,400,000 options to certain directors, officers and consultant of the Company. These options are exercisable into common shares of the Company at a price of $0.40 and expire in 5 years and vest immediately.

Additionally, on the same day, the Company granted 800,000 options to certain consultants. These options are exercisable into common shares of the Company at a price of $0.40 and expire in 3 years and vest as follows: 10% immediately; 15% after 6 months; 15% after 12 months; 15% after 18 months; 15% after 24 months; 15% after 30 months; and 15% after 36 months.

Options outstanding to purchase common shares at November 30, 2022 have a weighted average exercise price of $0.40. Individual option grants carry exercise prices and remaining terms to maturity as follows:

Number of Options	Options Exercisable	Exercise Price	Fair Value at Grant Date	Expiry Date	Remaining Contractual Life Outstanding
#	#	$	$		(Years)
12,400,000	12,400,000	0.40	2,102,703	07-Mar-27	4.27
800,000	200,000	0.40	60,892	07-Mar-25	2.27

The fair values of options granted have been estimated on the date of grant using the Black-Scholes option-pricing model. Assumptions used in the pricing model are as follows:

Expiry Date	Grant date share price $	Exercise price $	Expected volatility %	Expected option life (Years)	Expected dividend yield %	Risk-free interest rate %
07-Mar-27	0.27	0.40	91.04	5	0	0.01
07-Mar-25	0.27	0.40	93.06	3	0	0.01

(Expressed in Canadian dollars)

12. Related party transactions

(a) Key management personnel compensation

The Company did not pay employment based remuneration to directors, officers or other members of key management for the years ended November 30, 2022 and 2021. However, the Company did pay contract based remuneration to directors, officers and other members of key management.

(b) Other related party transactions

Included in these consolidated financial statements are the following related party transactions, which have been determined by negotiation amongst the related parties. These transactions are in the normal course of operations and are measured at the same value as if the transactions had occurred with non-related parties.

Year-ended November 30,	**2022**	2021
Consulting expenses	$ 344,0000	$ 105,000
Stock-based compensation	1,085,266	-
	$ 1,419,266	$ 105,000

Included in consulting expenses is $130,000 that was capitalized to exploration and evaluation asset.

(c) Related party balances

Included in trade payables and other payables at November 30, 2022 is $13,560 (2021 – $79,100) due to related parties. Such amounts are due on demand, non-interest bearing and are unsecured. The Company recorded a gain on forgiveness of accounts payable of $nil (2021 - $55,000) from certain related parties.

13. Financial instruments

Fair value

As at November 30, 2022, the carrying and fair value amounts of the Company's financial assets at amortized cost and financial liabilities at amortized cost are approximately equivalent due to the relatively short periods to maturity of these instruments

Fair value estimates are made at a specific point in time, based on relevant market information and information about financial instruments. These estimates are subject to and involve uncertainties and matters of significant judgment, therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Fair value hierarchy

A fair value hierarchy establishes three levels to classify valuation techniques used to measure fair value.

Level 1 items are quoted prices in active markets for identical assets or liabilities.
Level 2 items are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets or quoted prices that are derived principally from or corroborated by observable market.

13. Financial instruments (continued)

Fair value hierarchy (continued)

Level 3 inputs are unobservable and supported by little or no market activity.

The fair value hierarchy gives the highest priority to Level 1 items and the lowest priority to Level 3 items. Marketable securities are in Level 1 of fair value hierarchy with a fair value of $16,509,918 and a cost of $19,894,109 (2021 - fair value of $549,416 and a cost of $1,772,222).

A summary of the Company's risk exposures as it relates to financial instruments are reflected below:

(i) Currency risk

The Company does not hold any assets or liabilities denominated in a foreign currency. Therefore, the Company is not exposed to currency risk.

(ii) Price risk

The Company is exposed to price risk with respect to commodity prices. As the Company is not a producing entity, this risk does not currently affect earnings; however, the risk could affect the completion of future equity transactions. The Company monitors commodity prices of precious metals and the stock market to determine the timing, nature and extent of equity transactions.

(iii) Credit risk

Credit risk is the risk of loss associated with a counter-party's inability to fulfill its payment obligations. The credit risk is attributable to various financial instruments, as noted below. The credit risk is limited to the carrying value amount carried on the statement of financial position.

a. **Cash and cash equivalents**– Cash and cash equivalents are held with a major Canadian (chartered bank), held in trust with the lawyer, and cash held with the brokers. The risk of loss is minimal.

b. **Other receivables** – The Company is not exposed to significant credit risk from its other receivables.

The Company's maximum exposure to credit risk as at November 30, 2022 and November 30, 2021 is the carrying value of cash and cash equivalents and receivables.

(iv) Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. Management monitors the Company's liquidity by assessing forecast and actual cash flows and by maintaining adequate cash on hand. It is management's opinion that it is unlikely that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments. As at November 30, 2022, the Company has a working capital in the amount of $20,436,613 (2021 - $608,867).

(v) Interest rate risk

The Company is not exposed to any meaningful interest rate risk due to the short term nature of its interest generating assets.

13. Financial instruments (continued)

(vi) Market Risk

Market risk is the risk that the fair value of, or future cash flows from the Company's investment in marketable securities will significantly fluctuate because of changes in market places. The Company is exposed to market risk in trading its investment and unfavourable market conditions could result in dispositions of investments at less than favourable prices. Additionally, the Company marks its investments to market in accordance with accounting policies at each reporting period. This process could result in significant write-downs of the Company's investment over one or more reporting periods, particularly during periods of declining resource markets.

The Company is exposed to market risk for its investment in marketable securities in relation to the changes in market price for fair value of the securities.

Sensitivity analysis
As at year end, the Company has cash and cash equivalents subject to interest rate risk of $3,989,646 (2021 - $175,363). A 1% change in the primary interest rate would affect the reported net income on an annualized basis by approximately $39,900 (2021 - $1,753).

Additionally, the Company has marketable securities subject to market risk of $16,509,918 (2021 - $549,416). A 10% change in closing price of its marketable securities would result in reported income of $1,650,992 (2021 - $54,942).

14. Capital management

As the Company is in the exploration stage, its principal source of capital is from the issuance of common shares. The Company's capital management objective is to obtain sufficient capital to maintain its activities for the benefit of its stakeholders. To meet the objectives, management monitors the Company's ongoing capital requirements against unrestricted net working capital and assesses additional capital requirements on specific exploration properties on a case by case basis. The Company is not subject to externally imposed capital requirements or restrictions. Management is of the opinion that the amounts and changes in the Company's capital is readily determinable from information included in these consolidated financial statements.

15. Subsequent events

On December 15, 2022, 865,850 warrants expired, unexercised.

Subsequent to November 30, 2022, the Company purchased an aggregate of 2,638,000 common shares of the Company, on the open market, at a cost of $260,315. A total of 1,898,000 common shares were cancelled and returned to the treasury.