



YORK HARBOUR
M E T A L S

York Harbour Metals Inc.

(An exploration stage company)

Condensed Consolidated Interim Financial Statements

For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

Notice of No Auditor Review

The accompanying unaudited condensed consolidated interim financial statements have been prepared by management and approved by the Board of Directors.

The Company's independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

York Harbour Metals Inc.

(An exploration stage company)

Condensed Consolidated Interim Statements of Financial Position

(Expressed in Canadian dollars)

(Unaudited)

	July 31, 2024	January 31, 2024
ASSETS		
Current Assets		
Cash	\$ 86,717	\$ 17,577
Accounts receivable (note 10(b))	-	166,793
Other receivables	9,005	608,680
Advances to Phoenix Holdings (note 5 and 13)	360,164	359,951
Prepaid expenses (note 6)	10,208	46,883
	466,094	1,199,884
Non-Current Assets		
Mineral rights (note 7 and 8)	17,111,000	17,096,727
	\$ 17,577,094	\$ 18,296,611
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities (note 13)	\$ 692,108	\$ 1,552,741
Loans payable (note 15)	75,000	-
	767,108	1,552,741
SHAREHOLDERS' EQUITY		
Share capital (note 9)	27,466,723	23,274,279
Warrants reserve (note 9)	136,202	4,328,646
Share-based payment reserve (note 9)	1,333,200	1,333,200
Special reserve (note 5)	467,869	467,869
Accumulated deficit	(12,594,008)	(12,660,124)
	16,809,986	16,743,870
	\$ 17,577,094	\$ 18,296,611

GOING CONCERN (note 2)

COMMITMENTS AND CONTRACTUAL ARRANGEMENTS (note 10)

SUBSEQUENT EVENTS (note 16)

Approved on behalf of the Board of Directors:

"Michael Williams"

Director

"Blair Naughty"

Director

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

York Harbour Metals Inc.

(An exploration stage company)

Condensed Consolidated Interim Statements of Income (Loss) and Comprehensive Income (Loss)

(Expressed in Canadian dollars)

(Unaudited)

	Three Months Ended July 31		Six Months Ended July 31	
	2024	2023	2024	2023
EXPENSES				
Consulting fees	\$ 47,806	\$ 133,152	\$ 80,024	\$ 373,012
Exploration	-	-	-	854
Filing fees	23,010	44,865	28,906	71,344
Foreign exchange (gain) loss	(2,982)	1,920	(2,663)	6,163
Investor relations	-	355,600	4,691	640,817
Management fees (note 13)	17,000	151,250	41,000	312,500
Office and administration	118,955	38,222	131,064	61,065
Professional fees	50,948	75,881	52,335	111,418
Travel	38	24,432	49,296	29,538
	(254,775)	(825,322)	(384,653)	(1,606,711)
OTHER INCOME				
Gain on debt settlements (note 10(c))	447,553	-	447,553	-
Interest income	233	8,909	3,216	31,549
Recovery of other receivables	-	-	-	36,283
NET INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)	\$ 193,011	\$ (816,413)	\$ 66,116	\$ (1,538,879)
INCOME (LOSS) PER SHARE (basic and diluted)	\$ 0.00	\$ (0.01)	\$ 0.00	\$ (0.02)
WEIGHTED AVERAGE NUMBER OF SHARE OUSTANDING (basic and diluted)	68,529,047	68,528,983	68,529,047	68,528,965

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

York Harbour Metals Inc.

(An exploration stage company)

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian dollars)

(Unaudited)

	Number of Shares	Common Shares	Warrants Reserve	Share-based Payment Reserve	Special Reserve	Deficit	Total
Balance, January 31, 2023	68,528,947	\$ 22,604,382	\$ 4,998,443	\$ 1,333,200	\$ -	\$ (10,404,374)	\$ 18,531,651
Extension of warrants	-	(55,000)	55,000	-	-	-	-
Shares issued on exercise of warrants	100	121	(21)	-	-	-	100
Loss for the period	-	-	-	-	-	(1,538,879)	(1,538,879)
Balance, July 31, 2023	68,529,047	\$ 22,549,503	\$ 5,053,422	\$ 1,333,200	\$ -	\$ (11,943,253)	\$ 16,992,872
Balance, January 31, 2024	68,529,047	\$ 23,274,279	\$ 4,328,646	\$ 1,333,200	\$ 467,869	\$ (12,660,124)	\$ 16,743,870
Transfer upon warrant expiration	-	4,192,444	(4,192,444)	-	-	-	-
Income for the period	-	-	-	-	-	66,116	66,116
Balance, July 31, 2024	68,529,047	\$ 27,466,723	\$ 136,202	\$ 1,333,200	\$ 467,869	\$ (12,594,008)	\$ 16,809,986

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

York Harbour Metals Inc.

(An exploration stage company)

Condensed Consolidated Interim Statements of Cash Flows

(Expressed in Canadian dollars)

(Unaudited)

	Six Months Ended July 31	
	2024	2023
OPERATING ACTIVITIES		
Net Income (loss) for the period	\$ 66,116	\$ (1,538,879)
Changes in non-cash working capital items:		
Accounts receivables	166,793	-
Other receivables	599,675	(20,072)
Prepaid expense (note 6)	36,675	(61,839)
Accounts payable and accrued liabilities	(860,633)	(154,306)
Net cash provided by (used in) operating activities	8,626	(1,775,096)
INVESTING ACTIVITIES		
Advances to Phoenix Holdings	(213)	-
Investment in mineral rights	(14,273)	(2,141,869)
Net cash used in investing activities	(14,486)	(2,141,869)
FINANCING ACTIVITIES		
Proceeds from the exercise of warrants	-	100
Proceeds from the issuance of loans (note 15)	75,000	-
Net cash provided by financing activities	75,000	100
NET CHANGE IN CASH	69,140	(3,916,865)
CASH, beginning of period	17,577	4,512,513
CASH, end of period	\$ 86,717	\$ 595,648

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

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

1. NATURE AND CONTINUANCE OF OPERATIONS

York Harbour Metals Inc. (the “Company”) was incorporated under the laws of the Province of British Columbia on May 2, 2011 under the name of Zuri Capital Corp. (“Zuri”) which commenced trading on the TSX Venture Exchange as a Capital Pool Company on March 19, 2012. On April 23, 2014, Zuri was acquired by Phoenix Gold Resources Ltd. (“Phoenix”) in a reverse takeover transaction and Zuri changed its name to Phoenix Gold Resources Corp. (“PXA”). Effective February 10, 2022, PXA changed its name to York Harbour Metals Inc. and resumed on the TSX Venture Exchange with the trading symbol “YORK”. The Company’s corporate address is 3012 Murray Street, Port Moody, British Columbia, Canada, V3H 1X2.

On September 14, 2023, the Company completed its spinout transaction whereby the Company spun-out 100% of the common shares of Phoenix Gold Resources (Holdings) Ltd. to the shareholders of the Company (“Shareholders”) by way of a court-approved plan of arrangement (the “Plan of Arrangement”) pursuant to the Business Corporations Act (British Columbia). The Plan of Arrangement received approval from the Supreme Court of British Columbia on August 1, 2023 and shareholder approval on July 26, 2023. Phoenix Gold Resources (Holdings) Ltd. holds interests in the Plumas and Eldorado properties (collectively known as the “Phoenix Gold Project”). Pursuant to the terms of the Plan of Arrangement, the Shareholders received 0.2 of a common share of Phoenix Gold Resources (Holdings) Ltd. and one new common share of the Company (the “New Shares”) in exchange for every existing common share of the Company held (the “Old Shares”). On September 14, 2023, Shareholders received 13,705,803 shares of Phoenix Gold Resources (Holdings) Ltd., being 100% of its shares, and continue to hold the same number of common shares of the Company as before the transaction.

The Company is a TSX Venture Exchange (“Exchange”) tier 2 listed mineral exploration and development company with its principal business focusing on the acquisition and exploration of the mineral rights.

2. GOING CONCERN

These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes the Company will continue to meet its obligations and discharge its liabilities in the normal course of business for the foreseeable future. Different bases of measurement may be appropriate when a company is not expected to continue operations for the foreseeable future. As at July 31, 2024, the Company has an accumulated deficit of \$12,594,008 (January 31, 2024 - \$12,660,124) and negative working capital of \$301,014 (January 31, 2024 – \$352,857). For the six months ended July 31, 2024, the Company had incurred a net income of \$66,116 (2023 – net loss \$1,538,879). The Company has not yet achieved profitable operations and expects to incur further losses in the development of its business.

These conditions indicate the existence of a material uncertainty that raises substantial doubt about the Company’s ability to continue as a going concern. The Company’s expenditures on discretionary activities have some scope for flexibility in terms of amount and timing, which can be adjusted accordingly.

These condensed consolidated interim financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary should the going concern assumption be inappropriate, and those adjustments could be material.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

3. BASIS OF PRESENTATION

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 “Interim Financial Reporting” as issued by the International Accounting Standards Board (“IASB”).

Approval of the financial statements

The condensed consolidated interim financial statements of the Company for the three and six months ended July 31, 2024 and 2023 were reviewed by the Audit Committee and approved and authorized for issuance by the Board of Directors on September 19, 2024.

Basis of measurement

These condensed consolidated interim financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value as explained in the accounting policies set out in Note 3 of the Company’s audited consolidated financial statements for the year ended January 31, 2024.

The functional and presentation currency of the Company is the Canadian dollar.

Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly owned subsidiaries, Newbay Mining Corp (“Newbay”) and York Harbour Metals NL Inc. All intercompany accounts and transactions between the Company and its subsidiaries have been eliminated upon consolidation.

4. MATERIAL ACCOUNTING POLICY INFORMATION

These condensed consolidated interim financial statements have been prepared using the same accounting policies and methods as described in Note 3 of the Company’s audited consolidated financial statements for the year ended January 31, 2024.

Critical accounting estimates and judgements

The preparation of these condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies to financial information presented. Actual results may differ from the estimates, assumptions and judgements made. The critical accounting estimates and judgments have been set out in Note 3 of the Company’s consolidated financial statements for the year ended January 31, 2024.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

5. PLAN OF ARRANGEMENT

On September 14, 2023, the Company completed a spinout of the Company's Phoenix Gold Property to Phoenix Gold Resources (Holdings) Ltd. Pursuant to the Plan of Arrangement, the Shareholders received 13,705,803 common shares of Phoenix Gold Resources (Holdings) Ltd., being 100% of its shares, and continue to hold the same number of common shares of the Company as before the transaction (note 1).

The carrying value of the net assets transferred to Phoenix Gold Resources (Holdings) Ltd. pursuant to the Plan of Arrangement consisted of the following:

Assets:

Mineral Properties	\$	1
Total assets		1

Liabilities:

Accounts payable and accrued liabilities		(107,919)
Due to York Harbour Metals Inc.		(359,951)
Gain on transfer of spinout assets	\$	(467,869)

Under IFRS, the Plan of Arrangement is considered to be a transaction between parties under common control and accordingly, the value of the assets transferred has been recorded for accounting purposes at its historical carrying cost of \$467,869. A gain on transfer of spinout assets is presented as a special reserve in shareholders' equity.

6. PREPAID EXPENSES

Prepaid expenses are comprised of the followings:

	July 31, 2024	January 31, 2024
Deposits/prepayments made to consultants	\$ 10,208	\$ 40,177
Prepaid insurance	-	6,706
Balance	\$ 10,208	\$ 46,883

7. MINERAL RIGHTS

York Harbour Property

On February 26, 2021, the Company entered into an option agreement to acquire 100% interest in 156 mineral claims covering 3,900 hectares, known as the York Harbour Property, located in the Province of Newfoundland and Labrador. To exercise the option and acquire the claims, the Company must pay the optionors \$95,000 (paid), issue 1,485,566 common shares (issued), and incur \$3,000,000 of exploration expenditures on the claims (incurred). On May 11, 2022, the Company successfully completed the earn-in to acquire 100% interest in the property by completing all conditions of the option agreement. On May 12, 2022, the Company signed an agreement to reduce the existing 2% net smelter royalty down to a 0.5% by purchasing 1.5% for \$1,500,000 settled by issuance of 1,500,000 common shares of the Company at a price of \$1 per share.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

7. MINERAL RIGHTS (continued)

York Harbour Property (continued)

On March 7, 2022, the Company announced it had staked an additional of 33 claims covering 825 hectares adjoining the western and southern limit of the existing mineral claims, bringing the total area of the property to 4,725 hectares.

On July 28, 2022, the Company announced it had acquired the Gregory River Property situated on the northern coast of the Bay of Islands, approximately 22 km due north of the York Harbour Property or 36 km northwest of the City of Corner Brook in Western Newfoundland. The Gregory River Property is comprised of 415 mineral claims covering 10,375 hectares. As a result, the Company now owns and operates two properties with known copper-zinc (+/- silver, gold, lead, cobalt) potential within the Bay of Islands Ophiolite Complex. The claims were acquired via a staking agreement with the original vendors of the property. Staking fees of \$53,950 were paid to the vendors and there are no royalties on the claims. These two properties total 604 claims (395 claims lapsed during the year ended January 31, 2024) and cover 15,100 hectares.

On June 6, 2024, the Company announced it had entered into an option agreement (the "Option Agreement") with Firetail Resources Limited ("Firetail") (ASX: FTL) whereby the Company has granted an option to Firetail to earn a 80% undivided interest in the Company's York Harbour Property (the "Transaction"), subject to an existing 0.5% net smelter royalty and a 2% net smelter royalty to be granted by Firetail to the Company (the "York Harbour NSR"). Closing of the Transaction remains subject to, without limitation, receiving all necessary consents and approvals, including the approval of the TSX Venture Exchange ("TSX-V"), as well as the satisfaction of customary closing conditions.

Firetail can exercise the Option over a three-year period for total consideration of AUD \$500,000, 175,000,000 ordinary shares in the capital of Firetail (the "Consideration Shares"), and completing 10 kilometres of drilling on the York Harbour Property, as follows:

	Cash (AUD)	Consideration Shares	Total Kilometres of Drilling to be Completed	Interest Earned
On or before the Closing	\$200,000	100,000,000	Nil	49%
Within 10 business days following the first anniversary of the Closing (the "First Payment")	\$100,000	25,000,000	5 kilometres	11%
Within 10 business days following the second anniversary of the Closing (the "Second Payment")	\$100,000	25,000,000	7.5 kilometres	10%
Within 10 business days following the third anniversary of the Closing (the "Third Payment")	\$100,000	25,000,000	10 kilometres	10%
TOTAL	\$500,000	175,000,000	10 kilometres	80%

During the period which the Option remains in effect, Firetail will be responsible for maintaining the York Harbour Property in good standing by the doing and filing of all necessary work and making all payments which may be necessary to keep the property in good standing.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

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7. MINERAL RIGHTS (continued)

York Harbour Property (continued)

Upon Firetail exercising the Option in full, or the Option Agreement being terminated after the exercise of a minimum 49% interest in the York Harbour Property, a joint venture between the Company and Firetail will be formed, provided that if Firetail acquires an 80% interest in the York Harbour Property, then the Company will get a free carried interest until Firetail produces and delivers a pre-feasibility study on the York Harbour Property. If Firetail acquires less than an 80% interest, then the parties will pay their pro-rata share of expenditures going forward, provided that the Company's interest cannot be reduced to less than 20% if the Company elects not to contribute to any expenditures going forward. If the Company's interest is reduced to 20%, then the Company will get a free carried interest until Firetail has completed the Second Payment and/or the Third Payment, as applicable, and completed the pre-feasibility study. Unless Firetail earns a 60% interest in the York Harbour Property, the Company will be the initial operator of the York Harbour Property. The initial operator will remain as the initial operator until it resigns, is removed or until its interest falls below 50%.

In connection with services rendered for the Option Agreement, a finder's fee (the "Finder's Fee") equal to the sum of 10% on the first \$300,000 of the aggregate value of the Transaction (the "Transaction Value"), 7.5% on the next \$700,000 of the Transaction Value, and 5% for all amounts exceeding the first \$1,000,000 of the Transaction Value will be paid by the Company to Kluane Capital FZCO, an arm's length party, with the amount of the Transaction Value to be mutually determined by the Company and Firetail. The Finder's Fee will be payable in common shares (each, a "Share") in the capital of the Company and remains subject to acceptance by the TSX-V. The Company anticipates that the first installment of the Finder's Fee will be paid at Closing, with the remaining Finder's Fee payable if and when the First Payment, Second Payment, and Third Payment are completed, respectively.

Bottom Brook Property

On January 30, 2023, the Company acquired all issued and outstanding shares of Newbay Mining Corp. and acquired 100% interest in a Rare Earth Elements mineral property in Western Newfoundland, Canada, known as the Bottom Brook Property. As a consideration for the acquisition, the Company issued 5,081,293 common shares of the Company at a deemed price of \$0.492 per common share, representing total compensation of \$2,500,000. In addition, the Company paid \$100,000 cash deposit to be used for license fees to keep the property in good standing. The property is subject to a 3% net smelter return royalty payable to the former shareholders of Newbay Mining Corp., with the Company retaining the right to buy back 2% for an aggregate payment of \$1,500,000. The Bottom Brook Property is comprised of 614 mineral claims (6 claims lapsed during the year ended January 31, 2024) covering 15,350 hectares.

Phoenix Gold Property

On September 14, 2023, the Company completed a spinout transaction of Phoenix Gold Property as described in note 5.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

7. MINERAL RIGHTS (continued)

The cumulative costs incurred on the Company's mineral rights are as follows:

	York Harbour Property (Newfoundland, Canada)	Bottom Brook Property (Newfoundland, Canada)	Phoenix Gold Property (Nevada, USA)	Total
Balance, January 31, 2023	10,213,454	2,566,421	1	12,779,876
Additions during the period	2,677,264	1,639,588	-	4,316,852
Plan of Arrangement (note 5)	-	-	(1)	(1)
Balance, January 31, 2024	\$ 12,890,718	\$ 4,206,009	\$ -	\$ 17,096,727
Additions during the period	76,014	27,584	-	103,598
Option proceeds, cash	(89,325)	-	-	(89,325)
Balance, July 31, 2024	\$ 12,877,407	\$ 4,233,593	\$ -	\$ 17,111,000

8. ACQUISITION OF NEWBAY MINING CORP.

On January 30, 2023, the Company completed the acquisition (the "Acquisition") of all the issued and outstanding shares of Newbay Mining Corp. ("Newbay") pursuant to the letter agreement (the "Agreement") among the Company, Newbay, and all of Newbay's shareholders (collectively, the "Vendors") and acquired the Rare Earth Elements mineral property in Western Newfoundland, Canada, known as the Bottom Brook Property (the "Property").

Pursuant to the terms of the Agreement, the Company acquired all the issued and outstanding securities of a newly amalgamated corporation, continuing under the name of Newbay and resulting from the vertical amalgamation of Newbay and its wholly-owned subsidiary 2802903 Ontario Limited, which held 100% of the interest in the Property. As consideration for the Acquisition, the Company paid a \$100,000 cash deposit to be used for license fees to keep the Property in good standing and issued an aggregate 5,081,293 common shares (the "Compensation Shares") at a deemed price of \$0.492 per Compensation Share, equal to the 5-day volume weighted average price per share calculated for the period 10 business days prior to closing, representing total compensation of \$2,500,000 settled by the issuance of 5,081,293 Compensation Shares to the Vendors on a pro rata basis. Upon closing of the Acquisition, Newbay is the 100% holder of the Property and wholly-owned subsidiary of the Company.

The Property is subject to a 3% net smelter return royalty (the "NSR") payable to the Vendors, with the Company retaining the right to buy back 2% of the NSR for an aggregate payment of \$1,500,000.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

8. ACQUISITION OF NEWBAY MINING CORP. (continued)

The acquisition of Newbay has been accounted for as an asset purchase. The consideration paid has been allocated to the financial liabilities assumed and assets acquired based on their estimated fair values at the date of acquisition as follows:

	\$
Consideration given:	
5,081,293 common shares	2,500,000
Cash	100,000
Acquisition costs	54,633
	<u>2,654,633</u>
Net assets acquired:	
Cash	107,697
Accounts receivables	418
Mineral rights	2,566,421
Accounts payable and accrued liabilities	(19,903)
	<u>2,654,633</u>

9. SHARE CAPITAL

Authorized

Unlimited number of common shares.

Issued and outstanding

Issued common shares are as follows:

	Number of shares	Amount
Balance, January 31, 2023	68,528,947	\$22,604,382
Extension of warrants (i)	-	(55,000)
Shares issued on exercise of warrants (ii)	100	121
Subscription warrants expired (iii)	-	289,996
Subscription warrants expired (iv)	-	366,180
Subscription warrants expired (v)	-	68,600
Balance, January 31, 2024	68,529,047	\$23,274,279
Subscription warrants expired (vi)	-	493,750
Subscription warrants expired (vii)	-	3,698,694
Balance, July 31, 2024	68,529,047	\$ 27,466,723

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

9. SHARE CAPITAL (continued)

Issued and outstanding (continued)

- i. On March 17, 2023, the Company extended the expiry date of 2,500,000 outstanding share purchase warrants exercisable at \$0.60 per common share from March 31, 2023, to April 1, 2024. \$55,000 representing the value of the extension was reclassified from share capital to warrants reserve.
- ii. On June 28, 2023, 100 warrants originally issued on November 30, 2021 were exercised at a price of \$1 per common share. The previously recognized value of warrants of \$21 was reclassified from warrants reserve to share capital.
- iii. On November 30, 2023, 1,262,500 warrants originally issued on November 30, 2021 were expired.
- iv. On November 30, 2023, 1,781,900 warrants originally issued on November 30, 2021 were expired.
- v. On December 21, 2023, 350,000 warrants originally issued on December 21, 2021 were expired.
- vi. On April 1, 2024, 2,500,000 warrants originally issued on March 31, 2021, and extended on March 17, 2023 were expired.
- vii. On June 29, 2024, 5,343,184 warrants originally issued on June 29, 2022 were expired.

Warrants Reserve

The following is a summary of the changes in the Company's warrants during the periods:

	Exercise price	Number	Amount
Balance, January 31, 2023		12,312,684	\$ 4,998,443
Extension of warrants (i)	\$0.60	-	55,000
Warrants exercised (ii)	\$1.00	(100)	(21)
Warrants expired (iii)	\$0.60	(1,262,500)	(289,996)
Warrants expired (iv)	\$1.00	(1,781,900)	(366,180)
Warrants expired (v)	\$1.00	(350,000)	(68,600)
Balance, January 31, 2024		8,918,184	\$ 4,328,646
Warrants expired (vi)	\$0.60	(2,500,000)	(493,750)
Warrants expired (vii)	\$1.00	(586,770)	(486,843)
Warrants expired (vii)	\$1.50	(4,756,414)	(3,211,851)
Balance, July 31, 2024		1,075,000	\$ 136,202

- i. On March 17, 2023, the Company extended the expiry date of 2,500,000 outstanding share purchase warrants exercisable at \$0.60 per common share from March 31, 2023 to April 1, 2024. These warrants were re-valued using the following assumptions: expected dividend yield – 0%; expected volatility – 82%; risk-free interest rate – 3.74%; expected life – 1 year.
- ii. On June 28, 2023, 100 warrants originally issued on November 30, 2021 were exercised at a price of \$1 per common share. The previously recognized value of warrants of \$21 was reclassified from warrants reserve to share capital.
- iii. On November 30, 2023, 1,262,500 warrants originally issued on November 30, 2021 were expired.
- iv. On November 30, 2023, 1,781,900 warrants originally issued on November 30, 2021 were expired.
- v. On December 21, 2023, 350,000 warrants originally issued on December 21, 2021 were expired.
- vi. On April 1, 2024, 2,500,000 warrants originally issued on March 31, 2021, and extended on March 17, 2023 were expired.
- vii. On June 29, 2024, 5,343,184 warrants originally issued on June 29, 2022 were expired.

York Harbour Metals Inc.

(An exploration stage company)

Notes to the Condensed Consolidated Interim Financial Statements For the three and six months ended July 31, 2024 and 2023

(Expressed in Canadian dollars)

(Unaudited)

9. SHARE CAPITAL (continued)

Warrants Reserve (continued)

The following table summarized information about the Company's warrants outstanding as at July 31, 2024:

Grant Date	Expiration Date	Exercise price	Warrants outstanding
August 17, 2021	August 17, 2024	\$0.40	1,075,000
			1,075,000

Stock options and share-based payment

As at July 31, 2024, the Company had Nil stock options outstanding (January 31, 2024 – Nil).

The following table summarizes information about stock options outstanding as at July 31, 2024:

	Number	Weighted average exercise price
Balance, January 31, 2023	3,000,000	\$ 0.55
Stock options expired (i)(ii)	(3,000,000)	0.55
Balance, January 31, 2024	-	\$ -
Balance, July 31, 2024	-	\$ -

- i. The assumptions utilized in determining the value of the 3,000,000 stock options was a share price of \$0.52, an exercise price of \$0.55, a risk free interest rate of 0.40%, volatility of 208%, expected yield of nil, and an expected life of 2 years. The estimated fair value of the 3,000,000 options issued was \$1,333,200, which were fully vested. These options expired on September 6, 2023.
- ii. On September 6, 2023, 3,000,000 stock options originally issued on September 7, 2021 were expired.

10. COMMITMENTS AND CONTRACTUAL ARRANGEMENTS

As at July 31, 2024, the Company had the following contractual arrangements and commitments in place:

- a. On March 29, 2021, the Company retained Integral Wealth Securities Ltd. ("Integral") to provide market-making services in accordance with the policies of the TSX Venture Exchange. In consideration of the services provided by Integral, the Company will pay Integral a monthly fee of \$5,500, plus any reasonable costs and expenses it incurs in connection with the services provided. The Company terminated the services on May 1, 2024.

York Harbour Metals Inc.

(An exploration stage company)

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(Expressed in Canadian dollars)

(Unaudited)

10. COMMITMENTS AND CONTRACTUAL ARRANGEMENTS (continued)

- b. On March 7, 2023, the Company engaged Native Ads Inc. ("Native Ads") to execute a comprehensive digital media marketing campaign for the Company. The Company paid \$201,405 (US\$150,000) for services over a six-months period beginning on March 7, 2023. The Company terminated the service at the end of the six-months period. In May 2024, the Company received a refund in the amount of \$166,793 (US\$124,500) for unused portion of the services that were agreed upon
- c. On July 31, 2024, the Company negotiated and settled a total of \$539,488 in accounts payable owing to a third-party creditor of the Company by making a one-time cash payment in the total amount of \$91,935. The Company recognized a gain on debt settlement of \$447,553 on this transaction.

11. CAPITAL MANAGEMENT

The Company's objective when managing capital structure is to ensure sufficient financial resources exist to meet the Company's strategic exploration and business development objectives, and to ensure that the Company continues as a going concern.

The Company's capital structure consists of shareholders' equity in the amount of \$16,809,986 at July 31, 2024 (January 31, 2024 - \$16,743,870). The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue common shares or dispose of assets.

The Company's strategy for managing capital did not change during the period ended July 31, 2024

12. SEGMENTED INFORMATION

The Company operates in one reportable segment. Segments are defined as components for which separate financial information is available and is regularly evaluated by the chief operating decision maker.

13. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Company's Board of Directors and corporate officers. Compensation awarded to key management for the six-month periods ended July 31, 2024 and 2023 is summarized as follows:

	2024		2023	
Management fees expensed	\$	41,000	\$	312,500
Management fees capitalized		-		75,000
Total	\$	41,000	\$	387,500

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(Unaudited)

13. RELATED PARTY TRANSACTIONS (continued)

During the six-month period ended July 31, 2024, the Company incurred management fees of \$Nil (2023 - \$80,000) to a Company controlled by the former CEO, management fees of \$31,000 (2023 - \$60,000) to a Company controlled by the former CFO, management fees of \$Nil (2023 - \$75,000) to a Company controlled by the former COO, management fees of \$Nil (2023 - \$60,000) to a Company controlled by the former Managing Director, management fees of \$Nil (2023 - \$75,000) to a Company controlled by the Executive Chairman, management fees of \$Nil (2023 - \$ 37,500) to a Company controlled by a director, and management fees of \$10,000 (2023 - \$Nil) to the CFO.

As at July 31, 2024, accounts payable and accrued liabilities include \$388,387 (2023 - \$93,498) due to key management personnel. Included in this amount was \$85,313 (2023 - \$Nil) due to a Company controlled by the CEO, \$135,000 (2023 - \$70,892) due to a Company controlled by the former CEO, \$51,293 (2023 - \$Nil) to a Company controlled by the former CFO, \$36,528 (2023 - \$14,661) to a Company controlled by the former COO, \$19,920 (2023 - \$Nil) to a Company controlled by the former Managing Director, \$40,645 (2023 - \$7,945) to a Company controlled by the Executive Chairman, and \$19,688 (2023 - \$Nil) to a Company controlled by a director.

As of July 31, 2024, The Company had advances receivable from Phoenix Gold Resources (Holdings) Ltd., a company under common control, in the amount of \$360,164 (January 31, 2024 - \$359,951). The advances are non-interest bearing, unsecured, and have no fixed term of repayment.

These transactions are in the normal course of operations and at the exchange amount agreed to by the related parties.

14. FINANCIAL INSTRUMENTS

IFRS 7 establishes a fair value hierarchy that reflects significance of inputs in measuring fair value as follows:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. process) or indirectly (i.e. derived from process); and
- Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's financial assets and liabilities at fair value through profit or loss, consisting of cash, is classified as level 1. The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks.

Fair value

As at July 31, 2024, the Company's financial instruments consist of cash, other receivables, accounts payable and accrued liabilities, and loans payable. These financial instruments are classified as other financial liabilities and are carried at amortized cost. The fair values of these financial instruments approximate their carrying values due to the short-term nature of these instruments.

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14. FINANCIAL INSTRUMENTS (continued)

Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they fall due. The Company takes steps to ensure that it has sufficient working capital and available sources of financing to meet future cash requirements for capital programs and operations.

The Company intends to issue equity to ensure the Company has sufficient access to cash to meet current and foreseeable financial requirements. The Company actively monitors its liquidity to ensure that its cash flows and working capital are adequate to support its financial obligations and the Company's capital programs.

Credit risk

Credit risk is the risk of loss if counterparties do not fulfill their contractual obligations. The Company has credit risk with its other receivables and prepaid expenses, but it is considered to be minimal. There is no allowance for doubtful accounts recorded as at July 31, 2024.

Market risk

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

Interest rate risk

The Company is not exposed to the risk that the value of financial instruments will change due to movement in market interest rates.

Currency risk

Currency risk is the risk to the Company's earnings that arises from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk. The Company has a portion of its accounts payable and accrued liabilities in US Dollars.

Commodity price risk

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

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15. LOANS PAYABLE

In July 2024, the Company obtained a private, non-interest-bearing loan from a certain related party for an aggregate amount of \$75,000. The loan is payable in full upon 15 days following the closing of the Definitive Property Option Agreement made between the Company and Firetail Resource Limited dated June 5, 2024 (note 7). The proceeds from the loans will be used to fulfill the Company's working capital requirements.

16. SUBSEQUENT EVENTS

In August 2024, warrants to purchase up to 1,075,000 shares at a price of \$0.40 per share and valued at \$136,202 expired unexercised.

In August 2024, the Company announced that it had entered into debt settlement agreements with arm's length third parties and three directors of the Company pursuant to which the Company has agreed to issue an aggregate of 4,723,088 common shares at a deemed price of \$0.07 per Share, to settle indebtedness of CAD\$330,616.38 of which CAD\$87,812.50 or 1,254,463 shares is owed to three directors of the Company. The transaction is subject to TSX Venture Exchange approval.