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**GREENHAWK RESOURCES INC.**  
**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**  
**THREE MONTHS ENDED MARCH 31, 2024**  
**(EXPRESSED IN CANADIAN DOLLARS)**  
**(UNAUDITED)**

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**Notice To Reader**

The accompanying unaudited condensed consolidated interim financial statements of Greenhawk Resources Inc. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed consolidated interim financial statements have not been reviewed by the Company's auditors.

# Greenhawk Resources Inc.

## Condensed Consolidated Interim Statements of Financial Position (Expressed in Canadian Dollars) (Unaudited)

	As at March 31, 2024	As at December 31, 2023
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 559,180	\$ 3,579,462
Sales tax receivable	16,949	3,248
Prepaid expenses and deposits	2,030	5,075
Debenture receivable (note 3)	2,714,795	-
<b>Total current assets</b>	<b>3,292,954</b>	<b>3,587,785</b>
<b>Non-current assets</b>		
Equipment (note 4)	4,755	5,102
<b>Total assets</b>	<b>\$ 3,297,709</b>	<b>\$ 3,592,887</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (note 10)	\$ 195,325	\$ 140,254
<b>Total liabilities</b>	<b>195,325</b>	<b>140,254</b>
<b>Shareholders' equity</b>		
Share capital (note 5)	100,846,709	100,846,709
Contributed surplus (note 6)	15,328,016	15,328,016
Deficit	(113,072,341)	(112,722,092)
<b>Total shareholders' equity</b>	<b>3,102,384</b>	<b>3,452,633</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 3,297,709</b>	<b>\$ 3,592,887</b>

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

**Nature of Operations** (note 1)

**Approved on behalf of the Board:**

"Greg McKenzie" \_\_\_\_\_ Director (Signed)

"Tom English" \_\_\_\_\_ Director (Signed)

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**Greenhawk Resources Inc.****Condensed Consolidated Interim Statements of Loss and Comprehensive Loss  
(Expressed in Canadian Dollars)  
(Unaudited)**

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	<b>Three Months Ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
<b>Expenses</b>		
General and administrative (note 9)	\$ 365,357	\$ 294,021
<b>Loss before other items</b>	<b>365,357</b>	294,021
Interest income (note 3)	14,795	-
Foreign exchange gain (loss)	313	(7)
<b>Net loss and comprehensive loss for the period</b>	<b>\$ (350,249)</b>	<b>\$ (294,028)</b>
<b>Loss per share - basic and diluted</b> (note 7)	<b>\$ (0.00)</b>	<b>\$ (0.00)</b>
<b>Weighted average number of shares outstanding - basic and diluted</b> (note 7)	<b>86,199,162</b>	86,199,162

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

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**Greenhawk Resources Inc.****Condensed Consolidated Interim Statements of Cash Flows****(Expressed in Canadian Dollars)****(Unaudited)**

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	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2024</b>	<b>2023</b>
<b>Operating activities</b>		
Net loss for the period	\$ (350,249)	\$ (294,028)
Adjustments for:		
Amortization	347	306
Interest income	(14,795)	-
Changes in non-cash working capital items:		
Sales tax receivable	(13,701)	(43)
Prepaid expenses and deposits	3,045	11,045
Accounts payable and accrued liabilities	55,071	128,737
<b>Net cash used in operating activities</b>	<b>(320,282)</b>	<b>(153,983)</b>
<b>Investing activities</b>		
Purchase of debenture receivable	(2,700,000)	-
Purchase of equipment	-	(4,899)
<b>Net cash used in investing activities</b>	<b>(2,700,000)</b>	<b>(4,899)</b>
<b>Net change in cash</b>	<b>(3,020,282)</b>	<b>(158,882)</b>
<b>Cash, beginning of period</b>	<b>3,579,462</b>	<b>4,562,572</b>
<b>Cash, end of period</b>	<b>\$ 559,180</b>	<b>\$ 4,403,690</b>

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

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**Greenhawk Resources Inc.****Condensed Consolidated Interim Statements of Changes in Shareholders' Equity****(Expressed in Canadian Dollars)****(Unaudited)**

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	Share Capital		Contributed Surplus	Deficit	Total
	Number of Shares	Amount			
<b>Balance, December 31, 2022</b>	<b>86,199,162</b>	<b>\$100,846,709</b>	<b>\$ 15,328,016</b>	<b>\$(111,630,747)</b>	<b>\$ 4,543,978</b>
Net loss for the period	-	-	-	(294,028)	(294,028)
<b>Balance, March 31, 2023</b>	<b>86,199,162</b>	<b>\$100,846,709</b>	<b>\$ 15,328,016</b>	<b>\$(111,924,775)</b>	<b>\$ 4,249,950</b>
<b>Balance, December 31, 2023</b>	<b>86,199,162</b>	<b>\$100,846,709</b>	<b>\$ 15,328,016</b>	<b>\$(112,722,092)</b>	<b>\$ 3,452,633</b>
Net loss for the period	-	-	-	(350,249)	(350,249)
<b>Balance, March 31, 2024</b>	<b>86,199,162</b>	<b>\$100,846,709</b>	<b>\$ 15,328,016</b>	<b>\$(113,072,341)</b>	<b>\$ 3,102,384</b>

The accompanying notes to the unaudited condensed consolidated interim financial statements are an integral part of these statements.

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# **Greenhawk Resources Inc.**

## **Notes to Condensed Consolidated Interim Financial Statements**

**Three Months Ended March 31, 2024**

**(Expressed in Canadian Dollars)**

**(Unaudited)**

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### **1. NATURE OF OPERATIONS**

Greenhawk Resources Inc. (the "Company" or "Greenhawk"), is a mineral exploration mining company who has activities in Greenland. The common shares trade on the Canadian Stock Exchange ("CSE") under the symbol "GRHK".

The head office and registered record office is located at 22 Adelaide Street West, Suite 2020, Toronto, Ontario, M5H 4E3.

The Company's going concern is dependent on cashflow from its investments, or operations and its ability to raise equity capital or borrowings sufficient to meet current and future obligations. For the three months ended March 31, 2024, the Company incurred a net loss of \$350,249. As of March 31, 2024, the Company has an accumulated deficit of \$113,072,341. The Company's financial success is dependent on its ability to obtain additional financing and or achieve profitable operations in the future. These circumstances indicate that material uncertainties exist that may cast significant doubt about the Company's ability to continue as a going concern and, accordingly, the ultimate use of accounting principles applicable to a going concern. These unaudited condensed consolidated interim financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. These unaudited condensed consolidated interim financial statements do not reflect the adjustments to the carrying value of assets and liabilities and the reported expenses and unaudited condensed consolidated interim statement of financial position classifications that would be necessary were the going concern assumptions inappropriate. These adjustments could be material.

### **2. BASIS OF PRESENTATION**

#### **Statement of Compliance**

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these unaudited condensed consolidated interim financial statements are based on IFRSs issued and outstanding as of May 30, 2024, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed consolidated interim financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2023. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2024 could result in restatement of these unaudited condensed consolidated interim financial statements.

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## Greenhawk Resources Inc.

### Notes to Condensed Consolidated Interim Financial Statements

Three Months Ended March 31, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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### 3. CONVERTIBLE DEBENTURE RECEIVABLE

On March 11, 2024, the Company entered into a letter of intent with CG International Petroleum Corp. ("CGIP") and accepted by CGIP on March 14, 2024, whereby the Company will receive a farm-in option (the "Transaction") for up to 12 oil and gas exploration and development wells in the Doba Basin, Chad (the "Doba Project"). The Company has lent \$2,700,000 to CGIP in the form of a debenture with a one-year term, bearing an interest rate of 10% payable on the maturity date of March 14, 2025 (the "Debenture").

The key terms of the letter of intent are as follows:

- In order to exercise the first farm-in right (the "First Farm-In"), which will provide the Company the rights to 50% of the free cash-flow from 4 production wells in Doba Basin, the Company must:
  - i. Cancel the Debenture and the principal plus interest owing will no longer be repayable by CGIP to the Company, but will instead be considered as a cash payment towards the Company earning its rights under the First Farm-In;
  - ii. Make additional cash payment of \$4,300,000 to CGIP; and
  - iii. Issue 50,000,000 common shares of the Company to CGIP. The Company shall be entitled, in its sole discretion, to make \$10,000,000 cash payment to CGIP in lieu of the 50,000,000 common shares issuance.
- On exercise of the First Farm-In, Greenhawk will receive a right of first refusal ("ROFR") to earn an additional 50% of free cash-flow interest on 8 additional development wells.
  - i. On exercise of the ROFR, the parties will enter into a second farm-in agreement, whereby the Company will be responsible for 100% of the costs for re-entry of those additional 8 wells.
- CGIP will remain the operator of the Doba Project.
- Following closing of the Transaction, CGIP shall have the right to nominate 3 new directors for the Company's board comprised of 5 directors.

During the three months ended March 31, 2024, the Company recognized interest income of \$14,795 (three months ended March 31, 2023 - \$nil) on the debenture receivable. Debenture receivable as at March 31, 2024 includes \$14,795 (December 31, 2023 - \$nil) of interest receivable.

	As at March 31, 2024	As at December 31, 2023
<b>Balance, beginning of period</b>	\$ -	\$ -
Purchase of debenture receivable	2,700,000	-
Interest income	14,795	-
<b>Balance, end of period</b>	<b>\$ 2,714,795</b>	<b>\$ -</b>

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## Greenhawk Resources Inc.

### Notes to Condensed Consolidated Interim Financial Statements

Three Months Ended March 31, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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#### 4. EQUIPMENT

<b>Cost</b>		<b>Office Equipment</b>
Balance, December 31, 2023	\$	6,949
Addition		-
<b>Balance, March 31, 2024</b>	<b>\$</b>	<b>6,949</b>

#### Accumulated Amortization

Balance, December 31, 2023	\$	1,847
Amortization		347
<b>Balance, March 31, 2024</b>	<b>\$</b>	<b>2,194</b>

#### Net Book Value

Balance, December 31, 2023	\$	5,102
<b>Balance, March 31, 2024</b>	<b>\$</b>	<b>4,755</b>

#### 5. SHARE CAPITAL

(a) Authorized share capital

The authorized share capital consists of an unlimited number of common shares.

(b) Common shares issued

There were no changes in issued share capital for the periods ended March 31, 2024 and 2023.

#### 6. STOCK OPTIONS

The Company has a stock option plan ("the Plan") under which the Board of Directors may grant to directors, officers, employees and technical consultants to the Company non-transferable options to purchase common shares, exercisable for a period of up to 5 years from the date of grant.

The following table reflects the continuity of stock options for the periods presented:

	<b>Number of Options</b>	<b>Weighted Average Exercise Price</b>
Balance, December 31, 2022 and March 31, 2023	8,600,000	\$ 0.24
<b>Balance, December 31, 2023 and March 31, 2024</b>	<b>8,600,000</b>	<b>\$ 0.24</b>



## Greenhawk Resources Inc.

### Notes to Condensed Consolidated Interim Financial Statements

Three Months Ended March 31, 2024

(Expressed in Canadian Dollars)

(Unaudited)

#### 6. STOCK OPTIONS (continued)

The Company had the following stock options outstanding as of March 31, 2024:

Number of Options Outstanding	Number of Options Vested (exercisable)	Exercise Price (\$)	Weighted Average Remaining Contractual Life (years)	Expiry Date
4,600,000	4,600,000	0.27	1.56	October 20, 2025
4,000,000	4,000,000	0.20	2.23	June 24, 2026
<b>8,600,000</b>	<b>8,600,000</b>	<b>0.24</b>	<b>1.87</b>	

#### 7. NET LOSS PER COMMON SHARE

The calculation of basic and diluted loss per share for the three months ended March 31, 2024 was based on the loss attributable to common shareholders of \$350,249 (three months ended March 31, 2023 - \$294,028) and the weighted average number of common shares outstanding of 86,199,162 (three months ended March 31, 2023 - 86,199,162). Diluted loss per share for the three months ended March 31, 2024 did not include the effect of 8,600,000 (three months ended March 31, 2023 - 8,600,000) stock options as they are anti-dilutive.

#### 8. EXPLORATION AND EVALUATION EXPENDITURES

As of March 31, 2024, the Company owns a 100% legal and beneficial interest in two mineral exploration licenses and one prospecting license in Greenland known as the Storø Gold Project.

#### 9. EXPENSES CLASSIFIED BY NATURE

Expenses are classified by function on the unaudited condensed consolidated interim statement of loss and comprehensive loss and are comprised of general and administrative. Below is a breakdown of general and administrative expenses:

	Three Months Ended March 31,	
	2024	2023
<b>General and administrative</b>		
Office and administrative (note 10)	\$ 36,817	\$ 46,799
Legal and professional fees (note 10)	150,666	30,316
Consulting fees (note 10)	24,885	108,885
Travel and entertainment	548	549
Amortization (note 4)	347	306
Salaries (note 10)	141,826	101,395
Sales tax expense	10,268	5,771
	<b>\$ 365,357</b>	<b>\$ 294,021</b>

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## Greenhawk Resources Inc.

### Notes to Condensed Consolidated Interim Financial Statements

Three Months Ended March 31, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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#### 10. RELATED-PARTY BALANCES AND TRANSACTIONS

The key management personnel of the Company are certain members of the Company's executive management team and the Board of Directors.

The compensation of such key management for the three months ended March 31, 2024 and 2023 included the following:

	Three Months Ended March 31,	
	2024	2023
Salaries, consulting and director remuneration	\$ 123,135	\$ 83,135
Office and administrative	5,673	5,241
Legal and professional fees	11,150	17,650
	<b>\$ 139,958</b>	<b>\$ 106,026</b>

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As at March 31, 2024, included in accounts payable and accrued liabilities was \$38,629 (December 31, 2023 - \$30,192) of payments owed to key management personnel.