
GREENHAWK RESOURCES INC.
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE AND NINE MONTHS ENDED
SEPTEMBER 30, 2024
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

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 September 30, 2024	As at December 31, 2023
ASSETS		
Current assets		
Cash	\$ 297,686	\$ 3,579,462
Sales tax receivable	23,906	3,248
Prepaid expenses and deposits	8,100	5,075
Debenture receivable (note 3)	2,700,000	-
Total current assets	3,029,692	3,587,785
Non-current assets		
Equipment (note 4)	4,060	5,102
Total assets	\$ 3,033,752	\$ 3,592,887
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (note 10)	\$ 342,712	\$ 140,254
Deferred interest income (note 3)	119,836	-
Total liabilities	462,548	140,254
Shareholders' equity		
Share capital (note 5)	100,846,709	100,846,709
Contributed surplus (note 6)	15,328,016	15,328,016
Deficit	(113,603,521)	(112,722,092)
Total shareholders' equity	2,571,204	3,452,633
Total liabilities and shareholders' equity	\$ 3,033,752	\$ 3,592,887

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)

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

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Expenses				
Exploration and evaluation expenditures (note 8) \$	-	\$ -	\$ 8,937	\$ 8,594
General and administrative (note 9)	503,017	261,337	\$ 1,022,900	\$ 806,866
Loss before other items	503,017	261,337	1,031,837	815,460
Interest income (note 3)	68,054	-	150,164	-
Foreign exchange gain (loss)	(175)	1	244	(17)
Net loss and comprehensive loss for the period \$	(435,138)	\$ (261,336)	\$ (881,429)	\$ (815,477)
Loss per share - basic and diluted (note 7)	\$ (0.01)	\$ (0.00)	\$ (0.01)	\$ (0.01)
Weighted average number of shares outstanding				
- basic and diluted (note 7)	86,199,162	86,199,162	86,199,162	86,199,162

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

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

	Nine Months Ended	
	September 30,	
	2024	2023
Operating activities		
Net loss for the period	\$ (881,429)	\$ (815,477)
Adjustments for:		
Amortization	1,042	1,001
Changes in non-cash working capital items:		
Sales tax receivable	(20,658)	(101)
Prepaid expenses and deposits	(3,025)	4,955
Accounts payable and accrued liabilities	202,458	30,168
Deferred interest income	119,836	-
Net cash used in operating activities	(581,776)	(779,454)
Investing activities		
Purchase of debenture receivable	(2,700,000)	-
Purchase of equipment	-	(4,899)
Net cash used in investing activities	(2,700,000)	(4,899)
Net change in cash	(3,281,776)	(784,353)
Cash, beginning of period	3,579,462	4,562,572
Cash, end of period	\$ 297,686	\$ 3,778,219
Supplemental information:		
Interest income	150,164	-

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

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

	Share Capital		Contributed Surplus	Deficit	Total
	Number of Shares	Amount			
Balance, December 31, 2022	86,199,162	\$100,846,709	\$ 15,328,016	\$(111,630,747)	\$ 4,543,978
Net loss for the period	-	-	-	(815,477)	(815,477)
Balance, September 30, 2023	86,199,162	\$100,846,709	\$ 15,328,016	\$(112,446,224)	\$ 3,728,501
Balance, December 31, 2023	86,199,162	\$100,846,709	\$ 15,328,016	\$(112,722,092)	\$ 3,452,633
Net loss for the period	-	-	-	(881,429)	(881,429)
Balance, September 30, 2024	86,199,162	\$100,846,709	\$ 15,328,016	\$(113,603,521)	\$ 2,571,204

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

Greenhawk Resources Inc.

Notes to Condensed Consolidated Interim Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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 six months ended September 30, 2024, the Company incurred a net loss of \$881,429. As of September 30, 2024, the Company has an accumulated deficit of \$113,603,521. 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 November 29, 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.

Greenhawk Resources Inc.

Notes to Condensed Consolidated Interim Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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 and nine months ended September 30, 2024, the Company received interest payments of \$270,000 and recognized interest income of \$68,054 and \$150,164, respectively (three and nine months ended September 30, 2023 - \$nil) on the debenture receivable. Deferred interest income as at September 30, 2024 includes \$119,836 (December 31, 2023 - \$nil) of interest received, but not yet earned.

	As at September 30, 2024	As at December 31, 2023
Balance, beginning of period	\$ -	\$ -
Purchase of debenture receivable	2,700,000	-
Accrued interest	150,164	-
Interest received	(150,164)	-
Balance, end of period	\$ 2,700,000	\$ -

Greenhawk Resources Inc.

Notes to Condensed Consolidated Interim Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars)

(Unaudited)

4. EQUIPMENT

Cost		Office Equipment
Balance, December 31, 2023	\$	6,949
Addition		-
Balance, September 30, 2024	\$	6,949

Accumulated Amortization

Balance, December 31, 2023	\$	1,847
Amortization		1,042
Balance, September 30, 2024	\$	2,889

Net Book Value

Balance, December 31, 2023	\$	5,102
Balance, September 30, 2024	\$	4,060

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 September 30, 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:

	Number of Options	Weighted Average Exercise Price
Balance, December 31, 2022 and September 30, 2023	8,600,000	\$ 0.24
Balance, December 31, 2023 and September 30, 2024	8,600,000	\$ 0.24

The Company had the following stock options outstanding as of September 30, 2024:

Greenhawk Resources Inc.

Notes to Condensed Consolidated Interim Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars)

(Unaudited)

6. STOCK OPTIONS (continued)

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	1.05	October 20, 2025
4,000,000	4,000,000	0.20	1.73	June 24, 2026
8,600,000	8,600,000	0.24	1.37	

7. NET LOSS PER COMMON SHARE

The calculation of basic and diluted loss per share for the three and nine months ended September 30, 2024 was based on the loss attributable to common shareholders of \$435,138 and \$881,429, respectively (three and nine months ended September 30, 2023 - \$261,336 and \$815,477, respectively) and the weighted average number of common shares outstanding of 86,199,162 (three and nine months ended September 30, 2023 - 86,199,162). Diluted loss per share for the three and nine months ended September 30, 2024 did not include the effect of 8,600,000 (three and nine months ended September 30, 2023 - 8,600,000) stock options as they are anti-dilutive.

8. EXPLORATION AND EVALUATION EXPENDITURES

As of September 30, 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.

Below is the summary of exploration and evaluation expenditures:

	Three Months Ended September 30, 2024		Nine Months Ended September 30, 2023	
Storø Gold Project				
Licenses	\$ -	\$ -	\$ 8,937	\$ 8,594

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 September 30, 2024		Nine Months Ended September 30, 2023	
General and administrative				
Office and administrative (note 10)	\$ 37,281	\$ 37,076	\$ 109,806	\$ 120,513
Legal and professional fees (note 10)	19,216	11,159	176,923	77,200
Consulting fees (note 10)	108,885	108,885	137,655	242,655
Travel and entertainment	178	1,854	1,760	2,403
Amortization (note 4)	347	347	1,042	1,001
Salaries (note 10)	95,439	96,296	333,567	336,193
Sales tax expense	241,671	5,720	262,147	26,901
	\$ 503,017	\$ 261,337	\$ 1,022,900	\$ 806,866

Greenhawk Resources Inc.

Notes to Condensed Consolidated Interim Financial Statements

Three and Nine Months Ended September 30, 2024

(Expressed in Canadian Dollars)

(Unaudited)

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 and nine months ended September 30, 2024 and 2023 included the following:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Salaries, consulting and director remuneration	\$ 83,135	\$ 83,135	\$ 289,405	\$ 289,405
Office and administrative	2,518	2,009	10,240	9,322
Legal and professional fees	4,650	4,650	21,950	26,950
	\$ 90,303	\$ 89,794	\$ 321,595	\$ 325,677

As at September 30, 2024, included in accounts payable and accrued liabilities was \$107,072 (December 31, 2023 - \$30,192) of payments owed to key management personnel.